MARVEL MASTERWORKS®

THE AMAZING SPIDER-MAN®

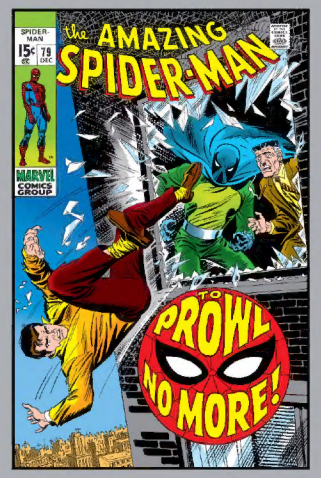
VOLUME 9

SPIDER-MAN
15¢ CC
87 AUG
the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
I--HAD TO TELL YOU! CAN'T KEEP IT A SECRET ANYMORE!
SPIDER-MAN'S CAREER IS OVER!
--I'M THE ONLY ONE WHO COULD KNOW THAT! BECAUSE--- I AM SPIDER-MAN!
MARVEL COMICS GROUP
IF YOU ONLY READ ONE MAG THIS MONTH---
IT MUST BE THIS ONE!
ROMITA
UNMASKED AT LAST!

THE AMAZING SPIDER-MAN® Nos. 78-87

STAN LEE & JOHN ROMITA

MARVEL



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THE NIGHT OF THE PROWLER!
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THE AMAZING SPIDER-MAN!™
THE NIGHT OF The PROWLER!
THE CITY IS QUIET TONIGHT! ALMOST TOO QUIET!
LIKE THE LULL BEFORE THE STORM!
BY STAN LEE, AUTHOR. JOHN BUSCEMA, INNOVATOR. JIM MOONEY, ILLUSTRATOR. SAM ROSEN, LETTERER.
THANKS TO JOHN ROMITA, JR. FOR SUGGESTING THE PROWLER!
FEATURING! THE ORIGIN OF A DRAMATIC NEW SUPER-VILLAIN!

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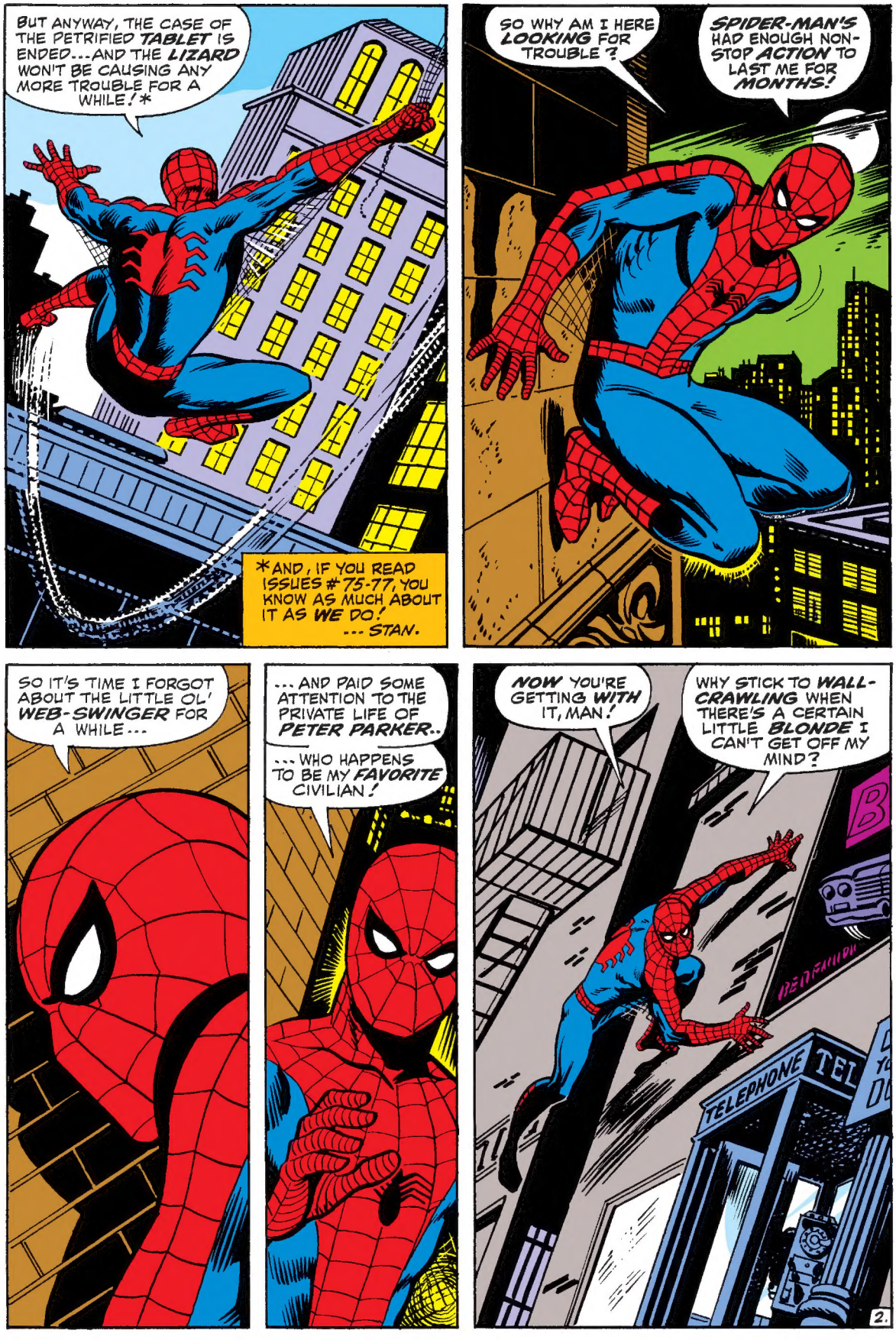
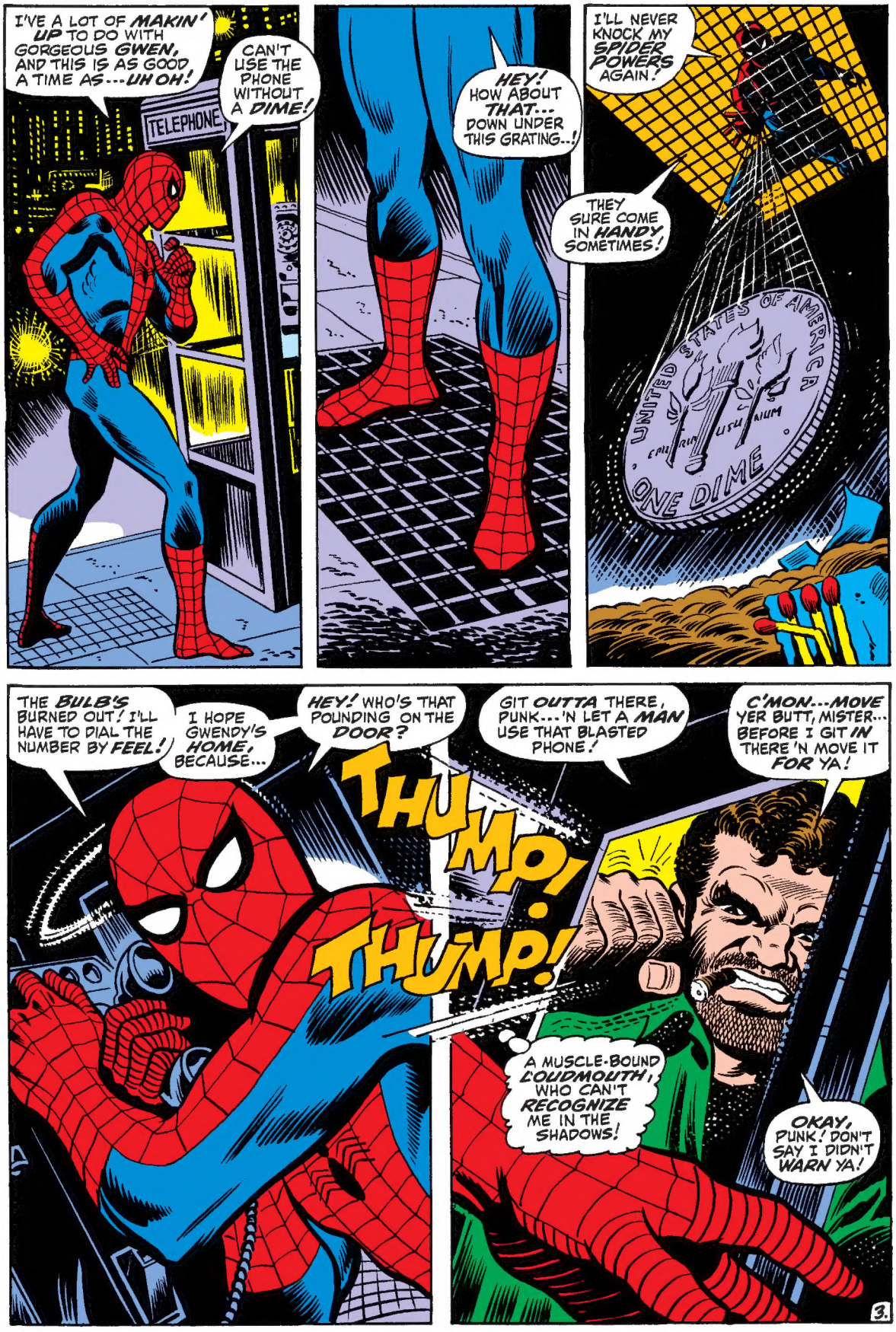
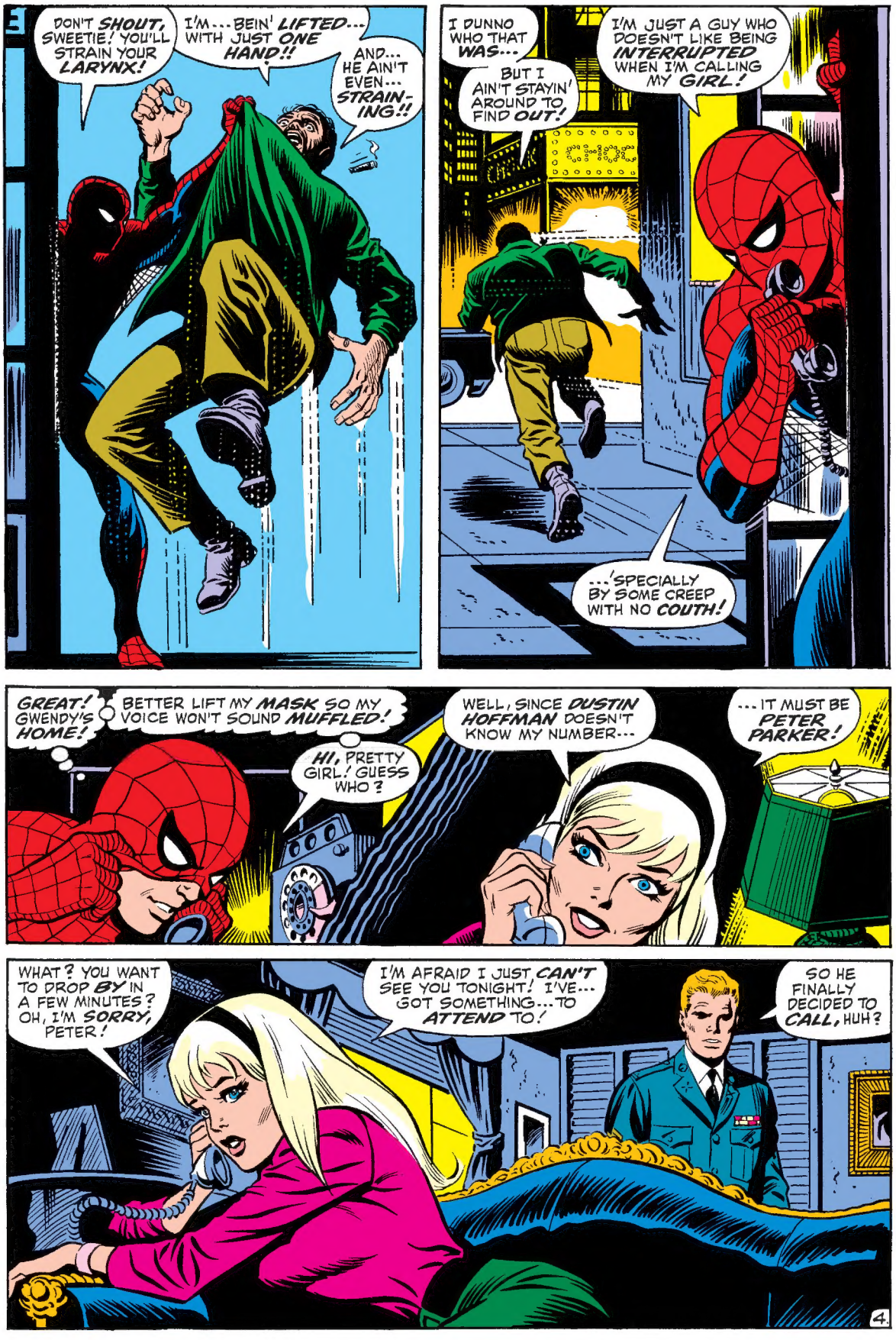
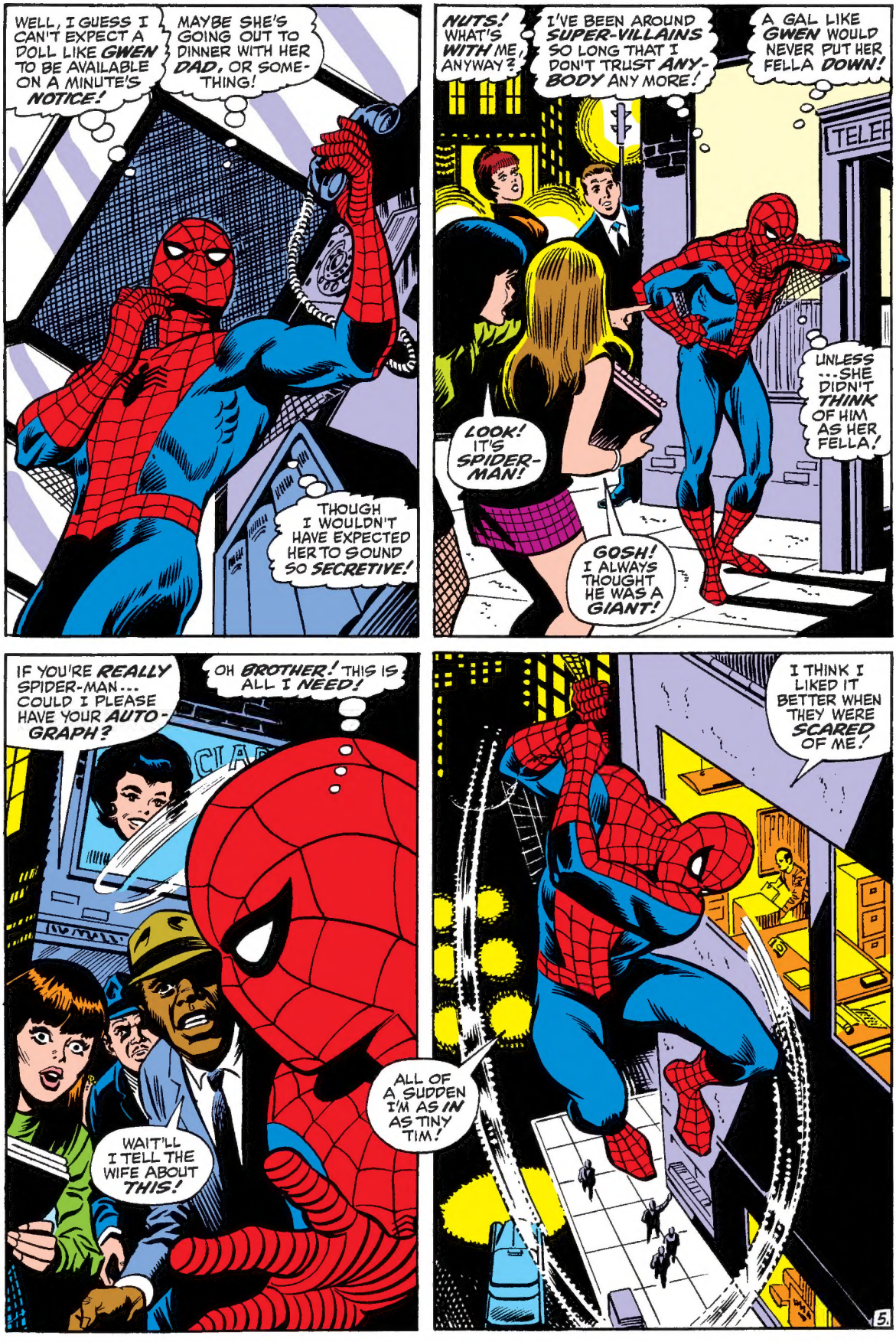
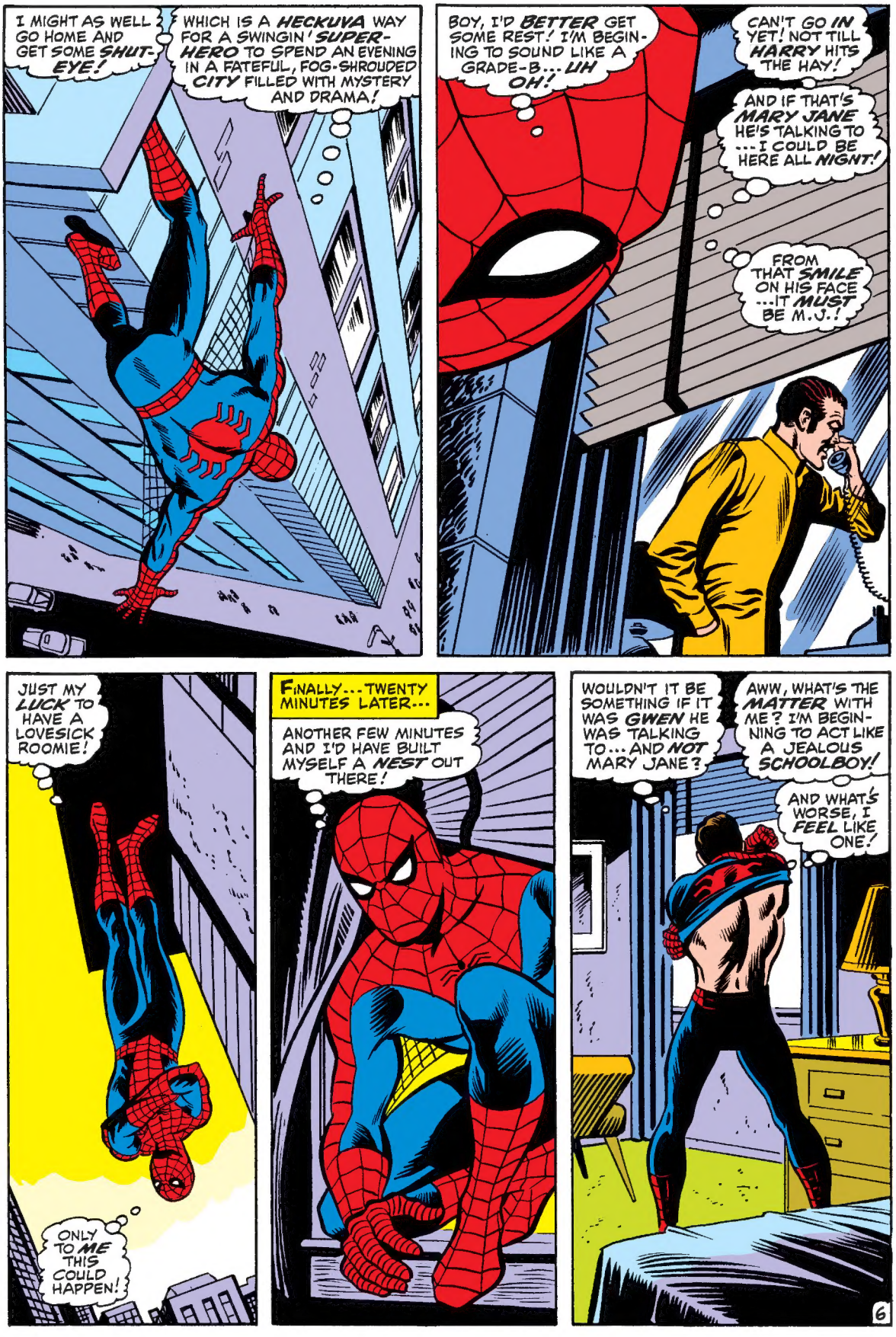
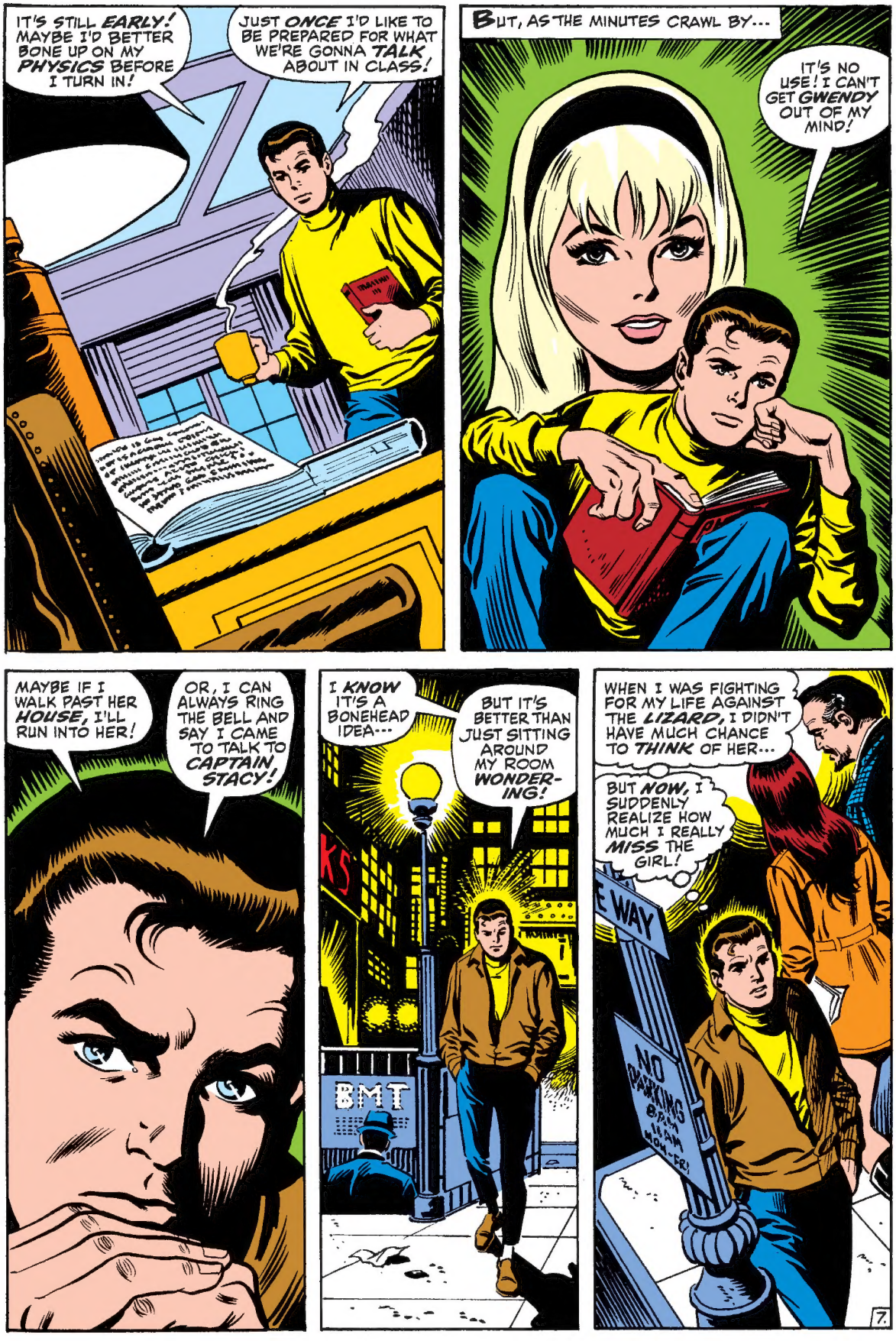

BUT ANYWAY, THE CASE OF THE PETRIFIED TABLET IS ENDED...AND THE LIZARD WON'T BE CAUSING ANY MORE TROUBLE FOR A WHILE!*
*AND, IF YOU READ ISSUES #75-77, YOU KNOW AS MUCH ABOUT IT AS WE DO! --- STAN.
SO WHY AM I HERE LOOKING FOR TROUBLE?
SPIDER-MAN'S HAD ENOUGH NON-STOP ACTION TO LAST ME FOR MONTHS!
SO IT'S TIME I FORGOT ABOUT THE LITTLE OL' WEB-SWINGER FOR A WHILE...
...AND PAID SOME ATTENTION TO THE PRIVATE LIFE OF PETER PARKER..
...WHO HAPPENS TO BE MY FAVORITE CIVILIAN!
NOW YOU'RE GETTING WITH IT, MAN!
WHY STICK TO WALL-CRAWLING WHEN THERE'S A CERTAIN LITTLE BLONDE I CAN'T GET OFF MY MIND?
TELEPHONE
2.

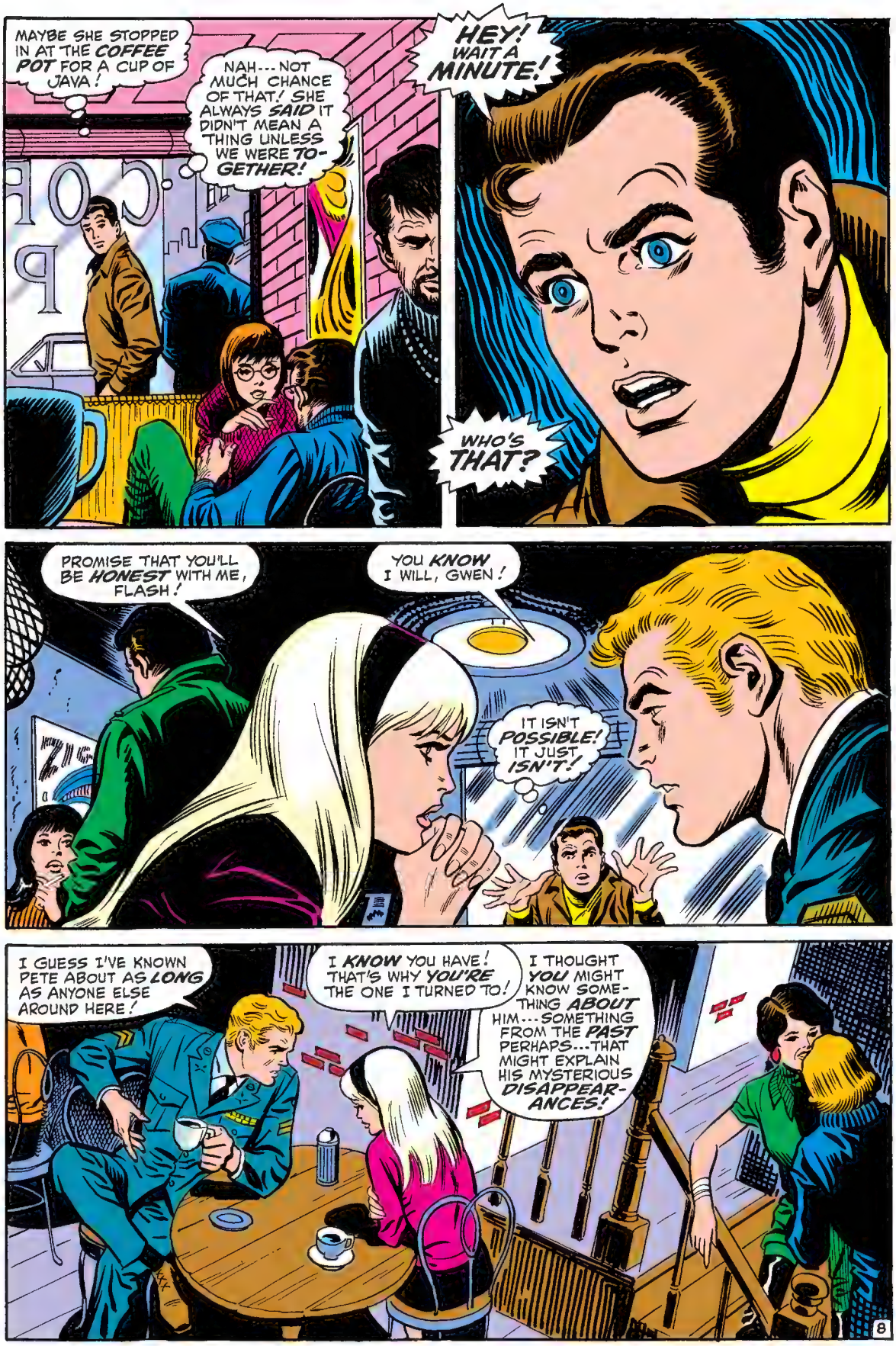

I'VE A LOT OF MAKIN' UP TO DO WITH GORGEOUS GWEN, AND THIS IS AS GOOD A TIME AS---UH OH!
TELEPHONE
CAN'T USE THE PHONE WITHOUT A DIME!
HEY! HOW ABOUT THAT... DOWN UNDER THIS GRATING..!
I'LL NEVER KNOCK MY SPIDER POWERS AGAIN!
THEY SURE COME IN HANDY SOMETIMES!
UNITED STATES OF AMERICA
ONE DIME
THE BULB'S BURNED OUT! I'LL HAVE TO DIAL THE NUMBER BY FEEL!
I HOPE GWENDY'S HOME, BECAUSE...
HEY! WHO'S THAT POUNDING ON THE DOOR?
THUMP!
THUMP!
GIT OUTTA THERE, PUNK---'N LET A MAN USE THAT BLASTED PHONE!
C'MON---MOVE YER BUTT, MISTER... BEFORE I GIT IN THERE 'N MOVE IT FOR YA!
A MUSCLE-BOUND LOUDMOUTH, WHO CAN'T RECOGNIZE ME IN THE SHADOWS!
OKAY, PUNK! DON'T SAY I DIDN'T WARN YA!
3.

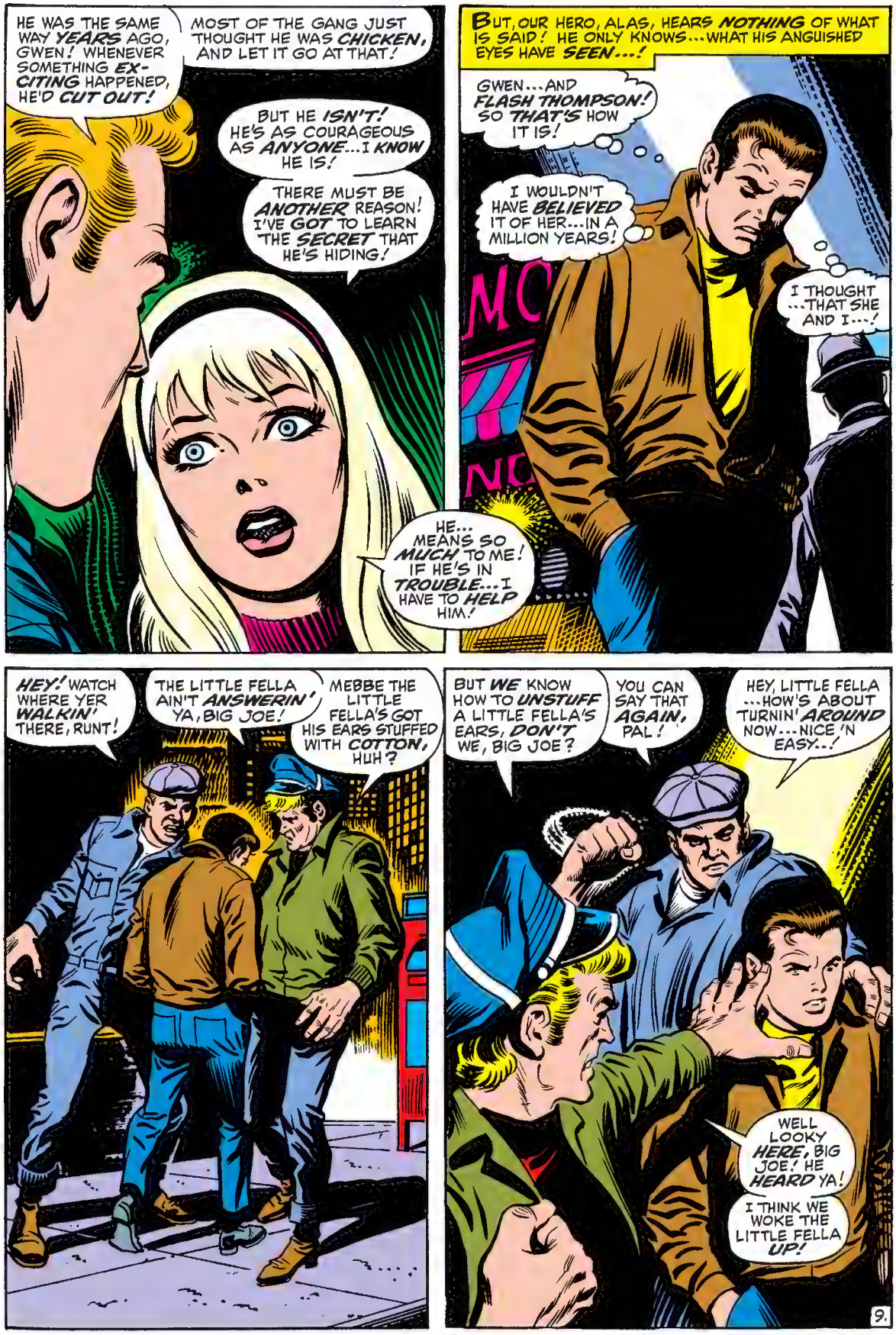

DON'T SHOUT, SWEETIE! YOU'LL STRAIN YOUR LARYNX!
I'M...BEIN' LIFTED... WITH JUST ONE HAND!!
AND... HE AIN'T EVEN... STRAIN-ING!!
I DUNNO WHO THAT WAS...
BUT I AIN'T STAYIN' AROUND TO FIND OUT!
I'M JUST A GUY WHO DOESN'T LIKE BEING INTERRUPTED WHEN I'M CALLING MY GIRL!
...'SPECIALLY BY SOME CREEP WITH NO COUTH!
GREAT! GWENDY'S HOME!
BETTER LIFT MY MASK SO MY VOICE WON'T SOUND MUFFLED!
HI, PRETTY GIRL! GUESS WHO?
WELL, SINCE DUSTIN HOFFMAN DOESN'T KNOW MY NUMBER...
...IT MUST BE PETER PARKER!
WHAT? YOU WANT TO DROP BY IN A FEW MINUTES? OH, I'M SORRY, PETER!
I'M AFRAID I JUST CAN'T SEE YOU TONIGHT! I'VE... GOT SOMETHING...TO ATTEND TO!
SO HE FINALLY DECIDED TO CALL, HUH?
4

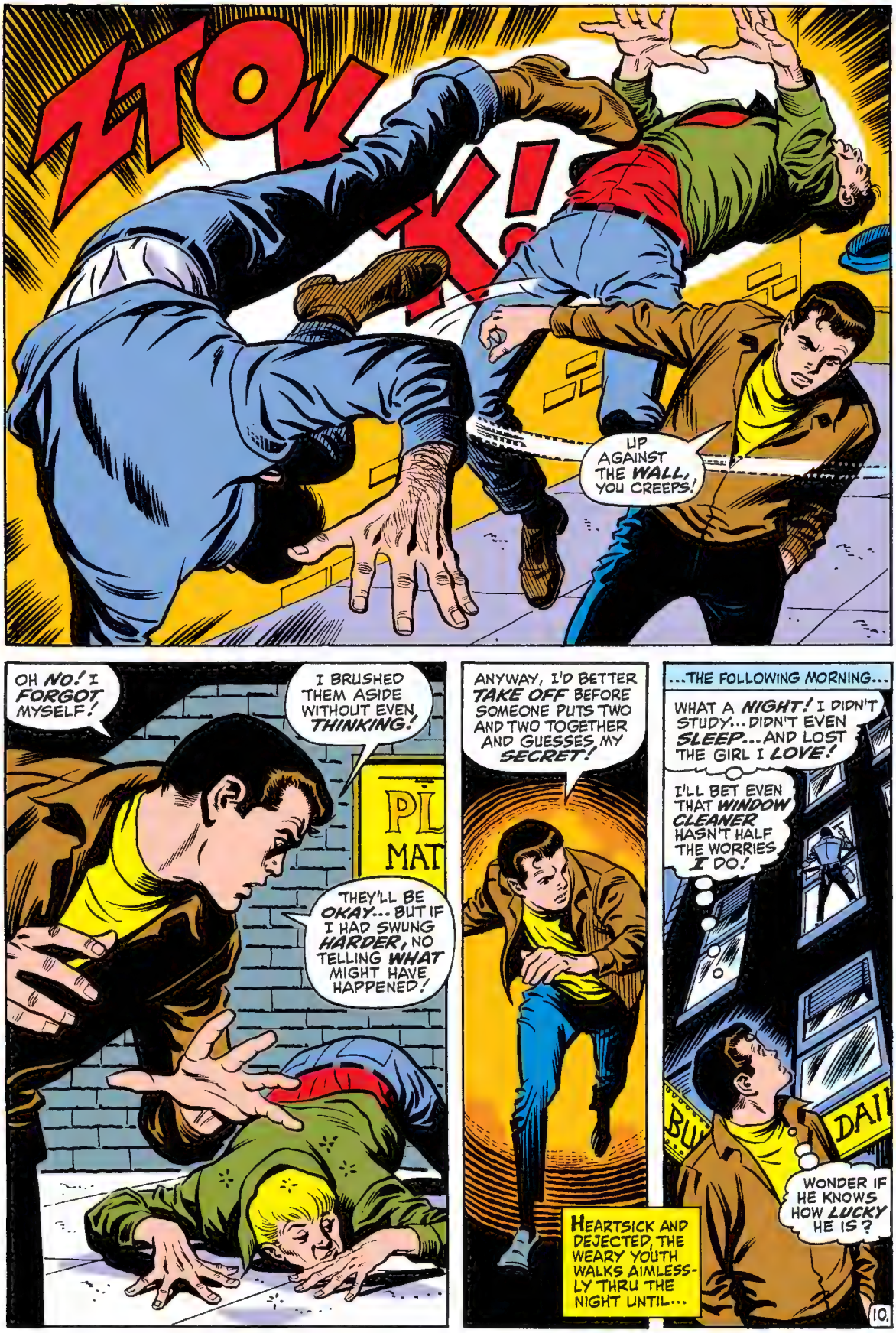

WELL, I GUESS I CAN'T EXPECT A DOLL LIKE GWEN TO BE AVAILABLE ON A MINUTE'S NOTICE!
MAYBE SHE'S GOING OUT TO DINNER WITH HER DAD, OR SOMETHING!
THOUGH I WOULDN'T HAVE EXPECTED HER TO SOUND SO SECRETIVE!
NUTS! WHAT'S WITH ME, ANYWAY?
I'VE BEEN AROUND SUPER-VILLAINS SO LONG THAT I DON'T TRUST ANYBODY ANY MORE!
A GAL LIKE GWEN WOULD NEVER PUT HER FELLA DOWN!
UNLESS ...SHE DIDN'T THINK OF HIM AS HER FELLA!
LOOK! IT'S SPIDER-MAN!
GOSH! I ALWAYS THOUGHT HE WAS A GIANT!
IF YOU'RE REALLY SPIDER-MAN... COULD I PLEASE HAVE YOUR AUTOGRAPH?
OH BROTHER! THIS IS ALL I NEED!
WAIT'LL I TELL THE WIFE ABOUT THIS!
ALL OF A SUDDEN I'M AS IN AS TINY TIM!
I THINK I LIKED IT BETTER WHEN THEY WERE SCARED OF ME!
5.


I MIGHT AS WELL GO HOME AND GET SOME SHUT-EYE!
WHICH IS A HECKUVA WAY FOR A SWINGIN' SUPER-HERO TO SPEND AN EVENING IN A FATEFUL, FOG-SHROUDED CITY FILLED WITH MYSTERY AND DRAMA!
BOY, I'D BETTER GET SOME REST! I'M BEGINNING TO SOUND LIKE A GRADE-B... UH OH!
CAN'T GO IN YET! NOT TILL HARRY HITS THE HAY!
AND IF THAT'S MARY JANE HE'S TALKING TO ...I COULD BE HERE ALL NIGHT!
FROM THAT SMILE ON HIS FACE ...IT MUST BE M.J.!
JUST MY LUCK TO HAVE A LOVESICK ROOMIE!
ONLY TO ME THIS COULD HAPPEN!
FINALLY... TWENTY MINUTES LATER...
ANOTHER FEW MINUTES AND I'D HAVE BUILT MYSELF A NEST OUT THERE!
WOULDN'T IT BE SOMETHING IF IT WAS GWEN HE WAS TALKING TO... AND NOT MARY JANE?
AWW, WHAT'S THE MATTER WITH ME? I'M BEGINNING TO ACT LIKE A JEALOUS SCHOOLBOY!
AND WHAT'S WORSE, I FEEL LIKE ONE!
6


IT'S STILL EARLY! MAYBE I'D BETTER BONE UP ON MY PHYSICS BEFORE I TURN IN!
JUST ONCE I'D LIKE TO BE PREPARED FOR WHAT WE'RE GONNA TALK ABOUT IN CLASS!
BUT, AS THE MINUTES CRAWL BY...
IT'S NO USE! I CAN'T GET GWENDY OUT OF MY MIND!
MAYBE IF I WALK PAST HER HOUSE, I'LL RUN INTO HER!
OR, I CAN ALWAYS RING THE BELL AND SAY I CAME TO TALK TO CAPTAIN STACY!
I KNOW IT'S A BONEHEAD IDEA...
BUT IT'S BETTER THAN JUST SITTING AROUND MY ROOM WONDER-ING!
BMT
WHEN I WAS FIGHTING FOR MY LIFE AGAINST THE LIZARD, I DIDN'T HAVE MUCH CHANCE TO THINK OF HER...
BUT NOW, I SUDDENLY REALIZE HOW MUCH I REALLY MISS THE GIRL!
NO PARKING
7


MAYBE SHE STOPPED IN AT THE COFFEE POT FOR A CUP OF JAVA!
NAH... NOT MUCH CHANCE OF THAT! SHE ALWAYS SAID IT DIDN'T MEAN A THING UNLESS WE WERE TOGETHER!
HEY! WAIT A MINUTE!
WHO'S THAT?
PROMISE THAT YOU'LL BE HONEST WITH ME, FLASH!
YOU KNOW I WILL, GWEN!
IT ISN'T POSSIBLE! IT JUST ISN'T!
I GUESS I'VE KNOWN PETE ABOUT AS LONG AS ANYONE ELSE AROUND HERE!
I KNOW YOU HAVE! THAT'S WHY YOU'RE THE ONE I TURNED TO!
I THOUGHT YOU MIGHT KNOW SOMETHING ABOUT HIM... SOMETHING FROM THE PAST PERHAPS... THAT MIGHT EXPLAIN HIS MYSTERIOUS DISAPPEARANCES!


HE WAS THE SAME WAY YEARS AGO, GWEN! WHENEVER SOMETHING EXCITING HAPPENED, HE'D CUT OUT!
MOST OF THE GANG JUST THOUGHT HE WAS CHICKEN, AND LET IT GO AT THAT!
BUT HE ISN'T! HE'S AS COURAGEOUS AS ANYONE...I KNOW HE IS!
THERE MUST BE ANOTHER REASON! I'VE GOT TO LEARN THE SECRET THAT HE'S HIDING!
HE... MEANS SO MUCH TO ME! IF HE'S IN TROUBLE...I HAVE TO HELP HIM!
BUT, OUR HERO, ALAS, HEARS NOTHING OF WHAT IS SAID! HE ONLY KNOWS...WHAT HIS ANGUISHED EYES HAVE SEEN...!
GWEN...AND FLASH THOMPSON! SO THAT'S HOW IT IS!
I WOULDN'T HAVE BELIEVED IT OF HER...IN A MILLION YEARS!
I THOUGHT ...THAT SHE AND I...!
HEY! WATCH WHERE YER WALKIN' THERE, RUNT!
THE LITTLE FELLA AIN'T ANSWERIN' YA, BIG JOE!
MEBBE THE LITTLE FELLA'S GOT HIS EARS STUFFED WITH COTTON, HUH?
BUT WE KNOW HOW TO UNSTUFF A LITTLE FELLA'S EARS, DON'T WE, BIG JOE?
YOU CAN SAY THAT AGAIN, PAL!
HEY, LITTLE FELLA ...HOW'S ABOUT TURNIN' AROUND NOW...NICE 'N EASY...!
WELL LOOKY HERE, BIG JOE! HE HEARD YA!
I THINK WE WOKE THE LITTLE FELLA UP!
9.


ZTOK!
UP AGAINST THE WALL, YOU CREEPS!
OH NO! I FORGOT MYSELF!
I BRUSHED THEM ASIDE WITHOUT EVEN THINKING!
THEY'LL BE OKAY... BUT IF I HAD SWUNG HARDER, NO TELLING WHAT MIGHT HAVE HAPPENED!
ANYWAY, I'D BETTER TAKE OFF BEFORE SOMEONE PUTS TWO AND TWO TOGETHER AND GUESSES MY SECRET!
HEARTSICK AND DEJECTED, THE WEARY YOUTH WALKS AIMLESSLY THRU THE NIGHT UNTIL...
...THE FOLLOWING MORNING...
WHAT A NIGHT! I DIDN'T STUDY... DIDN'T EVEN SLEEP... AND LOST THE GIRL I LOVE!
I'LL BET EVEN THAT WINDOW CLEANER HASN'T HALF THE WORRIES I DO!
WONDER IF HE KNOWS HOW LUCKY HE IS?

BUT, STRANGELY ENOUGH, AS PETER WALKS BY, NURSING HIS OWN SOLEMN THOUGHTS---THE WINDOW CLEANER TOO HAS SIMILAR THOUGHTS---
WHY CAN'T I MAKE IT LIKE ALL THOSE OTHER JOES DOWN THERE?
HOW COME NOTHING I DO EVER WORKS OUT RIGHT FOR HOBIE BROWN?
OKAY, SO I'M STUCK CLEANING THESE CRUMMY WINDOWS---BUT THIS AIN'T GONNA LAST FOREVER!
OR MAYBE YOU'RE KIDDIN' YOURSELF, HOBIE BOY! MAYBE THIS IS THE BEST YOU CAN DO!
HOW'S A GUY EVER GONNA AMOUNT TO ANYTHING--- EVER GONNA BE SOMEBODY---IF NOBODY'LL GIVE HIM A CHANCE? ---IF NOBODY'LL BELIEVE IN HIM?
I CAN TAKE IT FROM THE REST OF THE PACK---
BUT THEN---WHEN MINDY STARTED TO PUT ME DOWN---
YOU'VE GOT TO SNAP OUT OF IT, HOBIE! STOP FEELING SO SORRY FOR YOURSELF!
I KNOW HOW CLEVER YOU ARE---HOW GREAT YOU ARE AT INVENTING THINGS!
BUT, YOU'RE STILL YOUNG! IT TAKES TIME TO BE DISCOVERED---TIME TO REACH THE GOAL YOU'RE TRYING FOR?
DON'T TREAT ME LIKE A KID, MINDY! WE BOTH KNOW---I'M JUST NEVER GONNA MAKE IT!

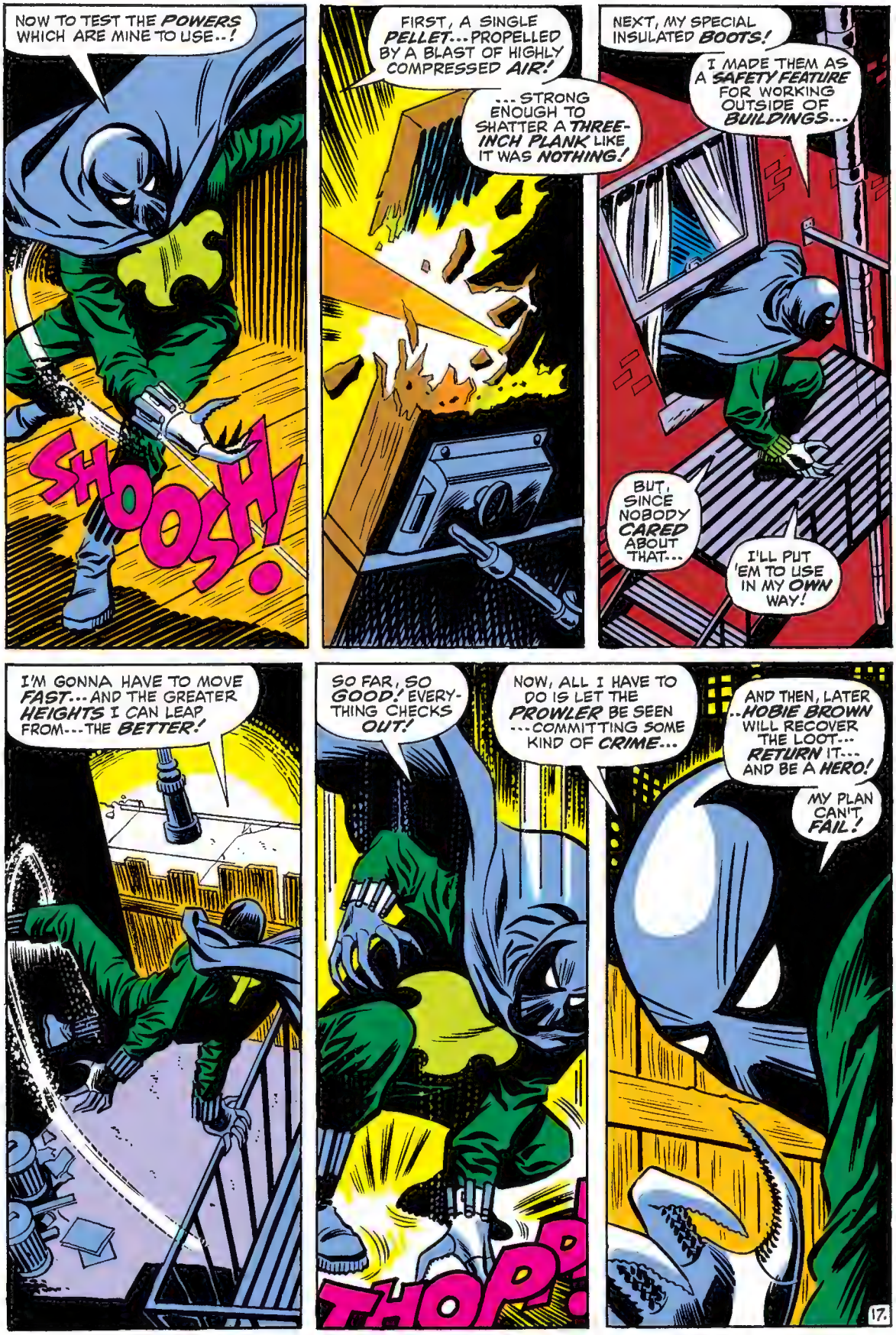
OKAY, SO YOU'RE JUST A NOWHERE WINDOW CLEANER! WHAT'S TO STOP YOU FROM GIVING THAT ALL YOU'VE GOT?
WHY NOT BRING SOME OF YOUR NEW IDEAS TO THE MAN YOU WORK FOR? WHAT HAVE YOU GOT TO LOSE?
YOU DON'T KNOW HIM, MINDY! HE ONLY HIRED ME TO FILL OUT A QUOTA!
THEN...THERE'S NOTHING MORE FOR US TO SAY! YOU HAVE... AN EXCUSE FOR EVERYTHING!
IF YOU ACT LIKE A BORN LOSER... YOU'LL BE A LOSER! AND...THAT'S NOT WHAT I WANT, HOBIE!
MINDY... WAIT! COME BACK HERE, HONEY!
BACK? TO WHAT? I'M TIRED OF BEING YOUR CRYING TOWEL!
"I FIGURED MAYBE SHE WAS RIGHT! I DECIDED TO PLAY IT HER WAY! SO, THE NEXT DAY..."
HEY! WHY AREN'T YOU OUT WITH THE REST OF THE CREW, BROWN?
I GOT SOMETHING TO SHOW YOU, MR. CLARK! IT WON'T TAKE LONG!
DIAGRAMS! WHAT ARE THEY FOR?
THEY'RE SAFETY DEVICES I'VE BEEN WORKING ON!
SEE? NEW TYPES OF BELT HARNESSES ...AND TOGGLE HOOKS!
USE YOUR HEAD, KID! YA KNOW WHAT IT WOULD COST ME TO SCRAP ALL OUR OLD EQUIPMENT?
NOW GET BACK TO YOUR WINDOWS, HEAR? THAT'S WHAT I'M PAYIN' YOU FOR!

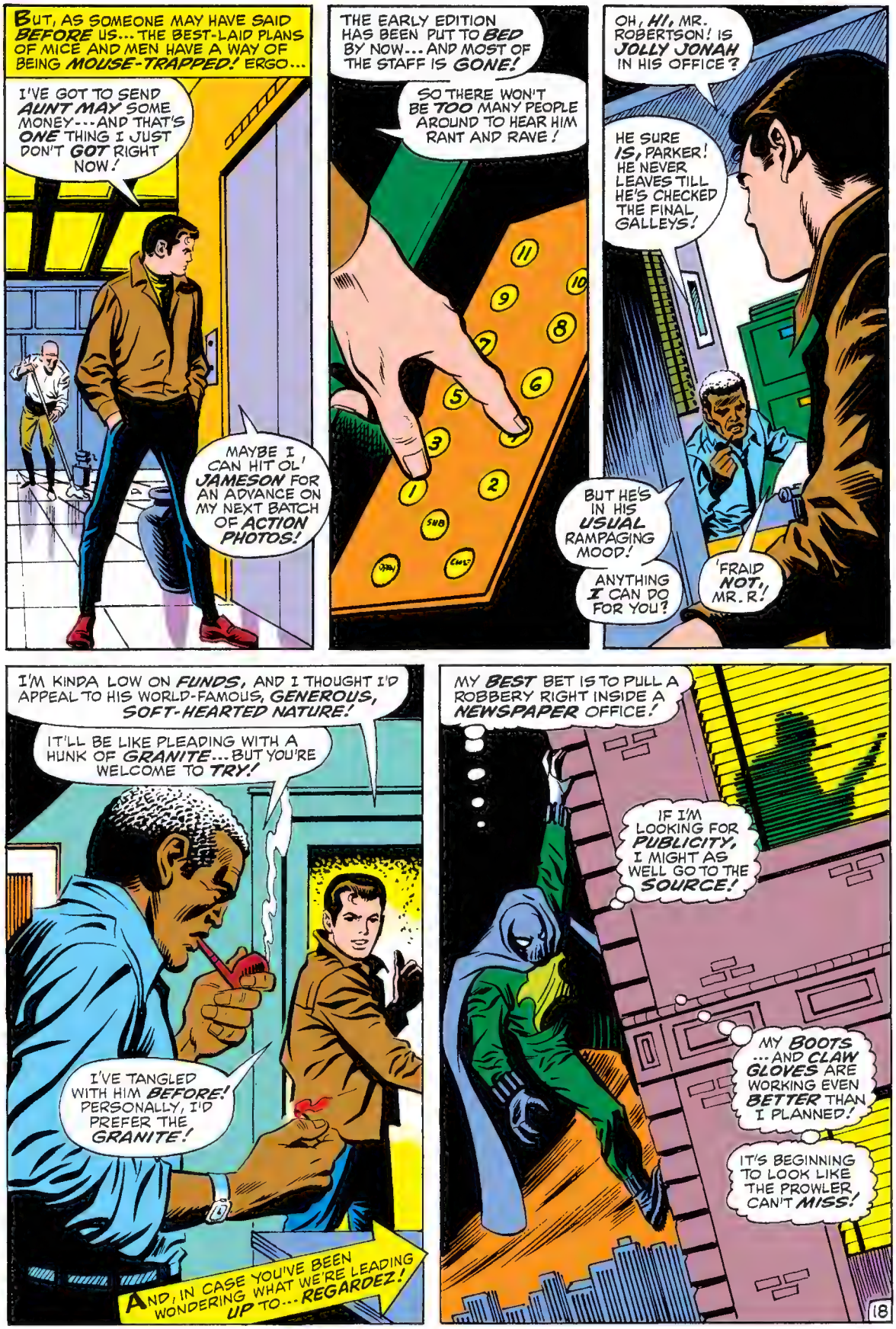
BUT, YOU DIDN'T EVEN LOOK AT THESE THINGS! THEY CAN HELP THE GUYS TO WORK FASTER... SAFER..!
YEAH, YEAH ... I'M ALL SHOOK UP! NOW GET BACK TO WORK BEFORE I DOCK YA!
BUT I'M NOT GONNA TAKE IT MUCH LONGER!
THERE'S GOTTA BE SOME WAY TO CRACK THE ESTABLISHMENT! --- SOME WAY TO REALLY DO MY THING!
AND HOBIE BROWN'S GONNA FIND IT!
WHAT'S THAT GUY INSIDE TRYING TO TELL ME?
S'MATTER, MAN? DID I MISS A GREAT BIG FLY-SPECK OR SOMETHING?
DON'T GET FLIP WITH ME, KID!
I CAN CHEW UP A DOZEN SMART-MOUTHS LIKE YOU BEFORE BREAKFAST!
I JUST WANTED TO TELL YOU TO STOP DAY-DREAMING AND GET WITH IT!
THE GUY YOU WORK FOR IS OUTSIDE, CHECKING UP ON HIS CREW...
OH, HE DID, DID HE? WELL, YOU CAN TELL HIM FOR ME...
AND HE WANTED TO KNOW WHY YOU SPENT A HALF-HOUR ON THAT ONE LITTLE WINDOW!
SIMMER DOWN, SON! I GOT A NEWSPAPER TO WORRY ABOUT!
YOU CAN DO YOUR OWN TELLING! I JUST WANTED TO TIP YOU OFF, THAT'S ALL!
SO! THAT'S THE WAY YOU GET YOUR WORK DONE, HUH BROWN?
WASTIN' TIME HERE IN MR. JAMESON'S OFFICE... TALKIN' UP A BLUE STREAK! YOU TRYIN' TO SELL HIM SOME OF YOUR INVENTIONS --- ON MY TIME?
HE'S NOT SELLING ME ANYTHING! I CALLED HIM IN TO COMPLAIN ABOUT THE PRICES YOU CHARGE!
I WANTED HIM TO TELL YOU I'M SICK OF PAYING THRU THE NOSE TO GET MY WINDOWS CLEANED!
YOU MEAN... IT WAS YOU THAT SLOWED HIM UP AROUND HERE?
HER
SON
YOU BETTER BELIEVE IT, CURLY! I STILL RUN THIS PLACE!
13.

YOU DON'T HAVETA TRY TO GO TO BAT FOR ME, MISTER!
HE CAN TAKE HIS CRUMMY JOB AND... WELL, HE KNOWS WHAT HE CAN DO WITH IT! I JUST QUIT!
THAT'S OKAY WITH ME, BROWN! I'VE HAD IT WITH YOUR TYPE!
WADDAYA MEAN, MY TYPE?
CLARK! SHUT YOUR BIG YAP OR I'LL DO IT FOR YA!
WH-WHAT ARE YOU SIDING WITH HIM FOR, MR. JAMESON?
IF YOU DON'T KNOW ...YOU NEVER WILL!
NOW TAKE OFF, CLARK! ALL OF A SUDDEN, I DON'T LIKE THE SMELL AROUND HERE!
SLAM!
WELL, THAT SINKS IT! I'M OUT OF A JOB... MY CHICK WALKED OUT ON ME...AND I'M HEADING STRAIGHT FOR NOWHERE!
YEAH! IT'S A REAL GREAT LIFE, HOBIE BABY!
LUCKY MY RENT'S PAID UP FOR THE REST OF THE MONTH... 'CAUSE THE BREAD'S ALL RUN OUT!
I'VE BEEN SPENDING EVERY CENT I MADE ON MY WORKSHOP EQUIPMENT!
AND A FAT LOT OF GOOD IT'S DONE ME!
BUT MAYBE I'VE BEEN GOIN' ABOUT IT IN THE WRONG WAY!
MAYBE YOU CAN'T SELL ANYTHING UNTIL YOU SELL YOURSELF!
NOBODY CARES WHAT HOBIE BROWN INVENTED... 'CAUSE NOBODY CARES ABOUT HOBIE BROWN!
BUT I DON'T HAVE TO REMAIN HOBIE BROWN!
I CAN DO WHAT LOTS OF OTHER CATS DO...!
14

I'LL MAKE MYSELF A COSTUME ...GIVE MYSELF A NAME THAT NOBODY CAN FORGET!
...AND USE SOME OF THE THINGS I INVENTED TO MAKE IT LOOK LIKE I'VE GOT SUPER POWERS!
IT CAN BE DONE... AND I'M THE GUY TO DO IT!
I RIGGED UP THIS BRACELET GIZMO TO SHOOT SPECIAL CLEANING FLUIDS AT THE WINDOW GLASS...
BUT THE PELLETS CAN BE JUST AS EASILY FILLED WITH GAS AND OTHER STUFF!
AND THESE STEEL-TIPPED GLOVES WHICH I DESIGNED TO GIVE US A BETTER GRIP ON THE SIDE OF SHEER WALLS...
THEY'LL BE PERFECT FOR MY PLAN!
BUT WAIT A MINUTE! JUST BEING A NUTTY SUPERHERO ISN'T THE WHOLE ANSWER!
I'LL NEED PUBLICITY... NEED PEOPLE TO TALK ABOUT ME!
AND I WANT IT FAST... LIKE NOW!
BEING A SUPERHERO CAN BE TOO SLOW... IT CAN TAKE TOO LONG!
IT MAY BE DAYS... WEEKS... BEFORE I FIND SOME CROOK TO TACKLE!
BUT A SUPER VILLAIN CAN GO INTO ACTION RIGHT AWAY!
SO WHICH'LL I BE?
HECK--IT AINT EVEN A CONTEST!
15

AND SO, A STRANGELY-DRAMATIC, NEW COSTUMED CHARACTER IS BORN...
A MASKED, MYSTERIOUS BEING, DESTINED TO BE KNOW FAR AND WIDE AS...
THE PROWLER!
16.


NOW TO TEST THE POWERS WHICH ARE MINE TO USE..!
SHOOSH!
FIRST, A SINGLE PELLET... PROPELLED BY A BLAST OF HIGHLY COMPRESSED AIR!
... STRONG ENOUGH TO SHATTER A THREE-INCH PLANK LIKE IT WAS NOTHING!
NEXT, MY SPECIAL INSULATED BOOTS!
I MADE THEM AS A SAFETY FEATURE FOR WORKING OUTSIDE OF BUILDINGS...
BUT, SINCE NOBODY CARED ABOUT THAT...
I'LL PUT 'EM TO USE IN MY OWN WAY!
I'M GONNA HAVE TO MOVE FAST... AND THE GREATER HEIGHTS I CAN LEAP FROM... THE BETTER!
SO FAR, SO GOOD! EVERYTHING CHECKS OUT!
NOW, ALL I HAVE TO DO IS LET THE PROWLER BE SEEN ...COMMITTING SOME KIND OF CRIME...
THOP!
AND THEN, LATER ..HOBIE BROWN WILL RECOVER THE LOOT... RETURN IT... AND BE A HERO!
MY PLAN CAN'T FAIL!
17.


BUT, AS SOMEONE MAY HAVE SAID BEFORE US... THE BEST-LAID PLANS OF MICE AND MEN HAVE A WAY OF BEING MOUSE-TRAPPED! ERGO...
I'VE GOT TO SEND AUNT MAY SOME MONEY---AND THAT'S ONE THING I JUST DON'T GOT RIGHT NOW!
MAYBE I CAN HIT OL' JAMESON FOR AN ADVANCE ON MY NEXT BATCH OF ACTION PHOTOS!
THE EARLY EDITION HAS BEEN PUT TO BED BY NOW... AND MOST OF THE STAFF IS GONE!
SO THERE WON'T BE TOO MANY PEOPLE AROUND TO HEAR HIM RANT AND RAVE!
OH, HI, MR. ROBERTSON! IS JOLLY JONAH IN HIS OFFICE?
HE SURE IS, PARKER! HE NEVER LEAVES TILL HE'S CHECKED THE FINAL GALLEYS!
BUT HE'S IN HIS USUAL RAMPAGING MOOD!
ANYTHING I CAN DO FOR YOU?
'FRAID NOT, MR. R!
I'M KINDA LOW ON FUNDS, AND I THOUGHT I'D APPEAL TO HIS WORLD-FAMOUS, GENEROUS, SOFT-HEARTED NATURE!
IT'LL BE LIKE PLEADING WITH A HUNK OF GRANITE... BUT YOU'RE WELCOME TO TRY!
I'VE TANGLED WITH HIM BEFORE! PERSONALLY, I'D PREFER THE GRANITE!
AND, IN CASE YOU'VE BEEN WONDERING WHAT WE'RE LEADING UP TO... REGARDEZ!
MY BEST BET IS TO PULL A ROBBERY RIGHT INSIDE A NEWSPAPER OFFICE!
IF I'M LOOKING FOR PUBLICITY, I MIGHT AS WELL GO TO THE SOURCE!
MY BOOTS ...AND CLAW GLOVES ARE WORKING EVEN BETTER THAN I PLANNED!
IT'S BEGINNING TO LOOK LIKE THE PROWLER CAN'T MISS!
18

MEANWHILE, WITHIN THE SANCTUM SANCTORUM OF THE ESTIMABLE JJJ...
NO! NO! NO! NOT A CHANCE! ABSOLUTELY NEGATIVE! NOT ON YOUR LIFE! FORGET IT! THE ANSWER IS DEFINITELY POSITIVELY NO!
I THINK YOU'RE TRYING TO TELL ME SOMETHING!
WHEN'S THE LAST TIME YOU BROUGHT ME ANY GOOD CRIME PIX, EH?
WHEN'S THE LAST TIME YOU BROUGHT ME AN EXCLUSIVE SHOT OF THAT LOW-DOWN ROTTEN WALL-CRAWLER??
AM I SUPPOSED TO PAY FOR IT WHENEVER YOU TAKE A VACATION?
VACATION? WHAT VACATION?
WHEN YOU'RE NOT BRINGING ME FRONT-PAGE PICTURES, YOU'RE ON VACATION AS FAR AS I'M CONCERNED, KIDDO!
SO IF YOU NEED ANY DOUGH... GO TO A BANK!
I'M THRU BEING EVERYBODY'S FALL GUY!
FALL GUY? YOU? YOU'VE STILL GOT THE FIRST NICKEL YOU EVER CHISELED!
OKAY, KEEP YOUR MONEY! I'LL GET IT ELSEWHERE!
GOOD! GOOD! THAT'S WHAT I'VE BEEN TELLING YOU TO DO!
CAN'T ANYONE EVER LEAVE WITHOUT SLAMMING THAT BLASTED DOOR?
BWHAM!
I WOULDN'T BRING THAT HARD-HEARTED HEEL ANOTHER PICTURE IF--- HEY!
SOMETHING'S WRONG! MY SPIDER-SENSE... TINGLING LIKE MAD!
BUT WHAT CAN IT BE? WHERE IS IT COMING FROM?

NOTHING IN THE ELEVATOR... SO IT MUST BE RIGHT HERE... ON THIS FLOOR!
WAIT! THERE... AROUND THE CORNER... THE SOUNDS OF A SCUFFLE!
BETTER NOT STOP TO CHANGE INTO MY SPIDEY THREADS!
EVERY MINUTE MAY COUNT!
HOLY SMOKE! WHO'S THAT... WITH THE PAYROLL BAG?
BEAT IT, KID! DON'T STICK YOUR NOSE WHERE IT DOESN'T BELONG!
THE WATCHMAN! HE'S BEEN HURT!
IT WAS HIS OWN FAULT! I DIDN'T WANNA DO IT!
BUT NOW... SINCE YOU'RE SO ANXIOUS TO BE A HERO...
I'LL HAVE TO GIVE YOU THE SAME TREATMENT I GAVE HIM!
HEY! WHAT'S GOING ON HERE?!
JAMESON! I CAN'T LET HIM SEE ME HOLDING MY OWN AGAINST THIS GUY WITHOUT AROUSING HIS SUSPICIONS!
SO WHAT DO I DO NOW?!!

NEXT **NO TURNING BACK!**

SPIDER-MAN
15¢
79
DEC
the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
MARVEL COMICS GROUP
TO PROWL NO MORE!

THE AMAZING SPIDER-MAN!™
TO PROWL NO MORE!
SMILIN' STAN LEE, AUTHOR • BIG JOHN BUSCEMA, INNOVATOR
JIM (MADMAN) MOONEY, ILLUSTRATOR • SAM (SLEEPY) ROSEN, LETTERER
THIS TALE WAS ORIGINALLY PLANNED AS A 3-PART EPIC... BUT SINCE WE PROMISED TO ELIMINATE OUR CONTINUED STORIES, WE'VE LABORED HEROICALLY TO CONCLUDE IT IN THIS ISSUE! (JUST THOUGHT YOU'D LIKE TO KNOW!)
SOMEONE IN A COSTUME... ROBBING JONAH JAMESON IN HIS OFFICE!
BUT I CAN'T FIGHT HIM AS PETER PARKER!
I'LL HAVE TO PRETEND THAT THE SHOCK MADE ME LOSE MY BALANCE... SENT ME TOPPLING... THRU THE WINDOW!

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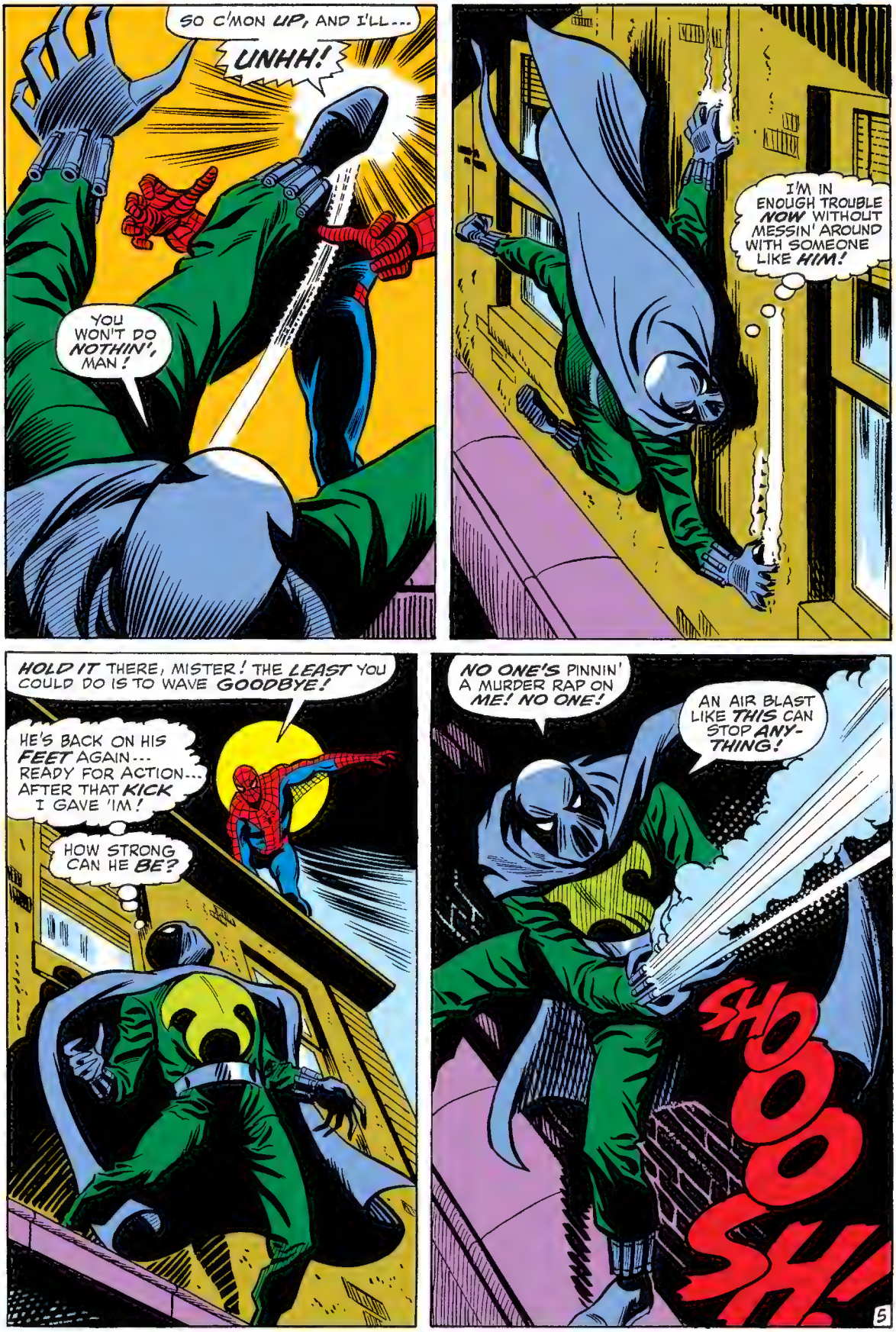
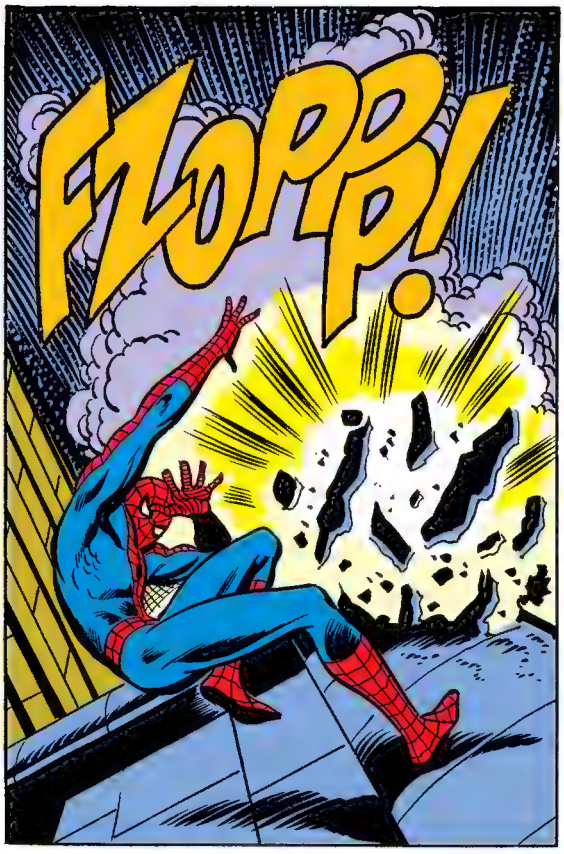
BY REACHING OUT... TOUCHING THE BUILDING ...MY SPIDER POWERS WILL BREAK MY FALL...
AND, LUCKY FOR ME IT'S NIGHT-TIME... WHEN NO ONE IS APT TO SEE WHAT'S HAPPENING!
JUST ANOTHER FEW STORIES TO GO...
MADE IT!
AND NOW TO GET UP THERE AGAIN... BEFORE HE GETS AWAY!
2.

MEANWHILE, MANY FLOORS ABOVE...
IT ISN'T POSSIBLE! I NEVER EVEN TOUCHED HIM! WHAT MADE HIM GO THRU THE WINDOW??
I DIDN'T PLAN IT THIS WAY! I DIDN'T PLAN TO BE A MURDERER!
C'MON, ROBBIE... HE RAN IN HERE! AH... THERE HE IS!
BUT WHERE'S PARKER? HE WAS IN HERE WITH HIM! AND THERE'S NO WAY OUT... EXCEPT...
THE WINDOW! LOOK AT IT...!
YOU MURDERED THE KID!
NO! NO! I DIDN'T! I DIDN'T!
I DIDN'T!
HE'S GETTING AWAY!
3.

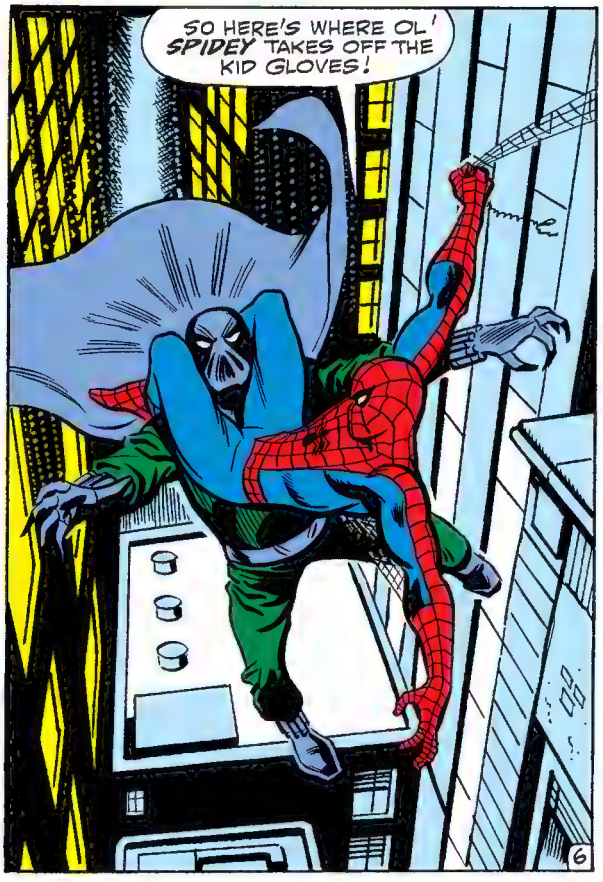
AT LEAST THE ROTTEN KILLER DIDN'T GET ANY OF MY MONEY!
BUT... WHAT ABOUT... POOR PARKER?
THE KID! YEAH... THAT'S RIGHT!
HEY! WHAT'S GOING ON HERE! THERE'S NO SIGN OF HIM!
I DON'T EVEN SEE THE PROWLER THERE!
BUT, IF THE BEWILDERED PUBLISHER HAD THOUGHT TO LOOK UP, AT LEAST ONE OF HIS QUESTIONS WOULD BE ANSWERED..
IT'S EASIER FOR ME TO REACH THE ROOF THAN THE STREET!
SO YOU'RE THE PROWLER THAT JOLLY JONAH WAS WONDERING ABOUT, HUH?
SPIDER-MAN!
I DON'T KNOW WHAT YOUR GAME IS, CHUM...
BUT THIS CITY'S ALREADY OVERSTOCKED WITH COSTUMED CUTUPS!

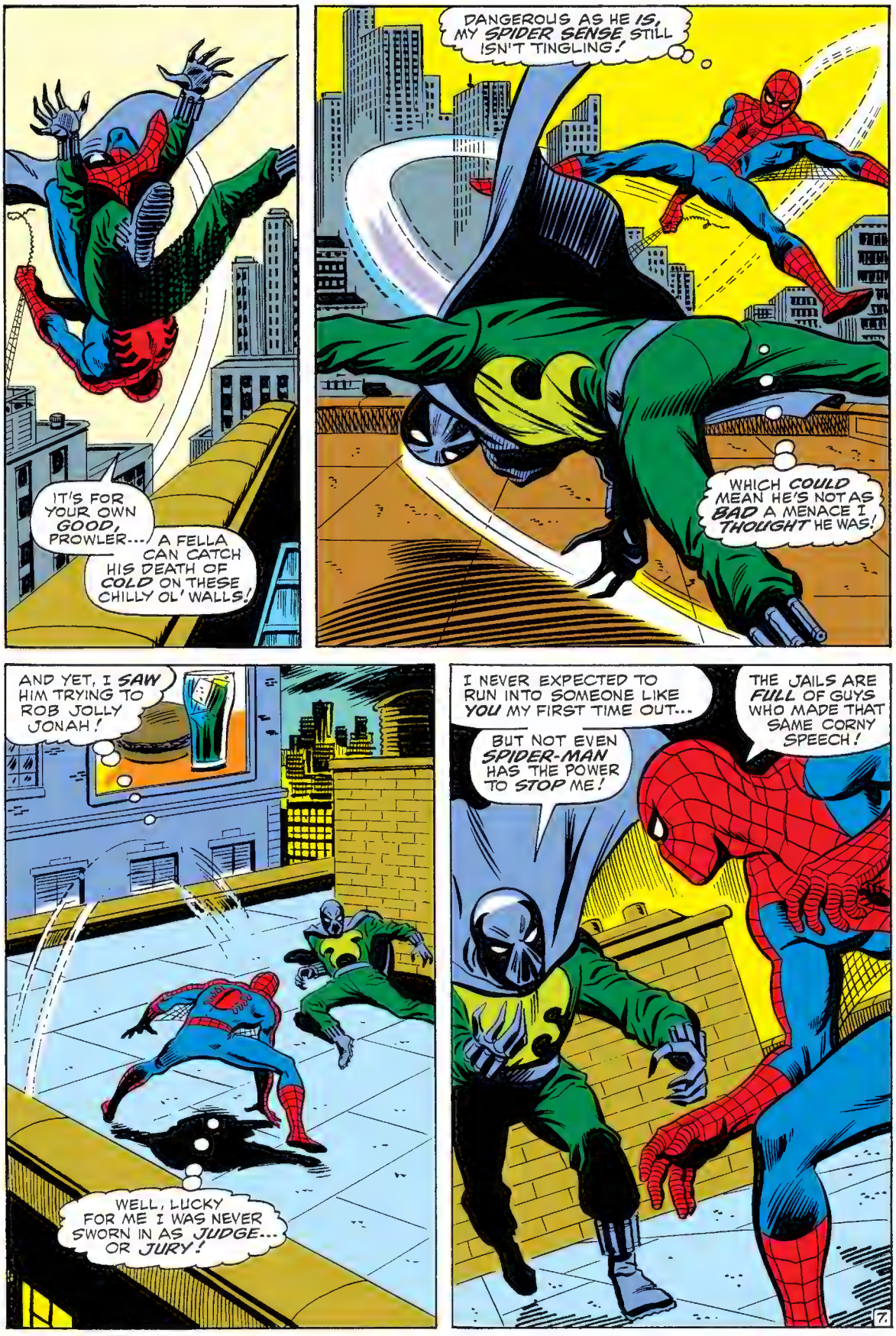

SO C'MON UP, AND I'LL...
UNHH!
YOU WON'T DO NOTHIN', MAN!
I'M IN ENOUGH TROUBLE NOW WITHOUT MESSIN' AROUND WITH SOMEONE LIKE HIM!
HOLD IT THERE, MISTER! THE LEAST YOU COULD DO IS TO WAVE GOODBYE!
HE'S BACK ON HIS FEET AGAIN--- READY FOR ACTION... AFTER THAT KICK I GAVE 'IM!
HOW STRONG CAN HE BE?
NO ONE'S PINNIN' A MURDER RAP ON ME! NO ONE!
AN AIR BLAST LIKE THIS CAN STOP ANY-THING!
SHOOOSH!
5

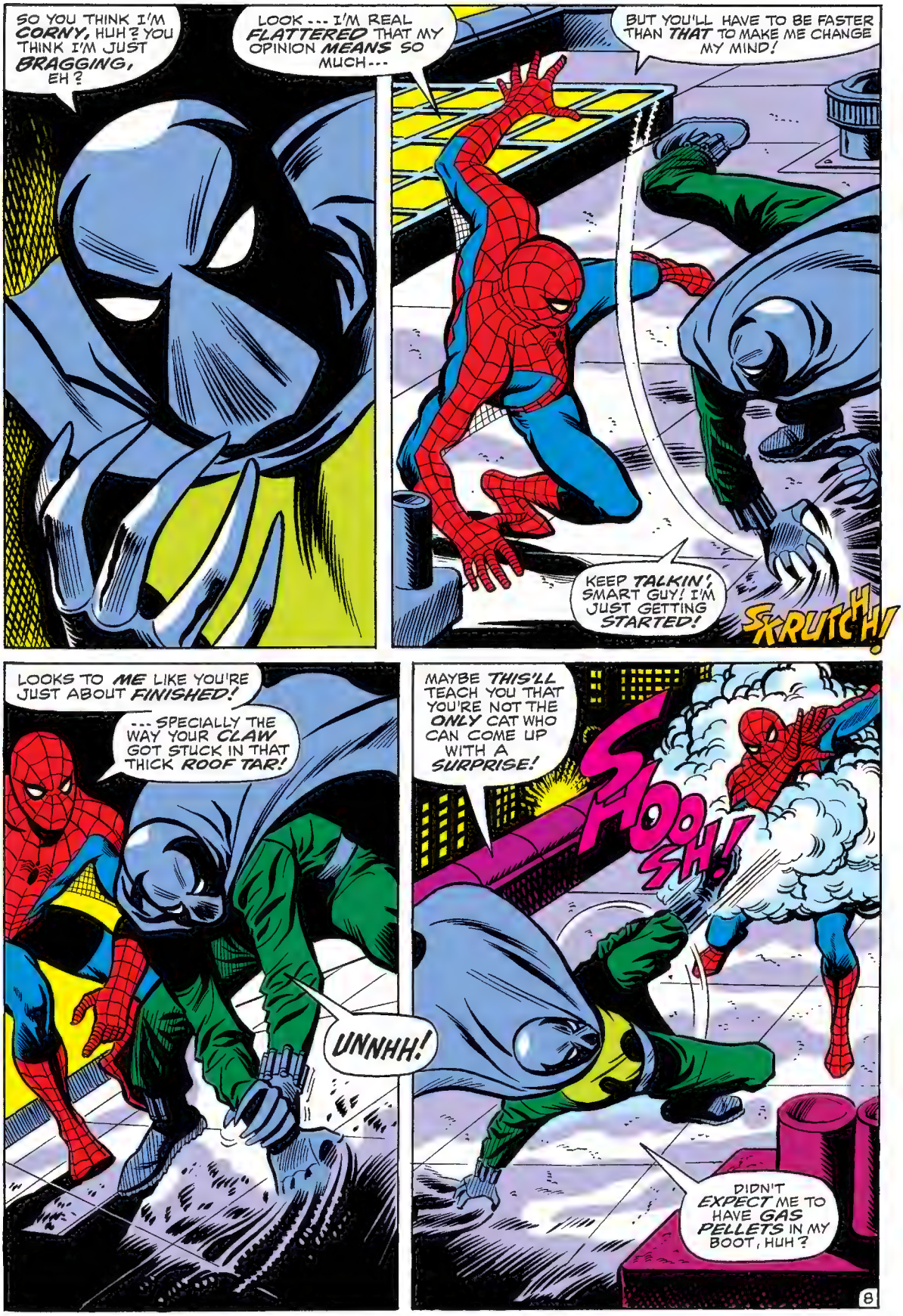

FLOPP!

HE SOUNDS LIKE HE'S YOUNG... BUT HE'S GOT A LOT ON THE BALL! I'M SURE AS HECK FACING NO PANTYWAIST!

I'VE A HUNCH HE HASN'T ANY NATURAL POWERS... LIKE MINE...
BUT THOSE GIZMOS HE'S GOT GOING FOR HIM MORE THAN MAKE UP FOR IT!

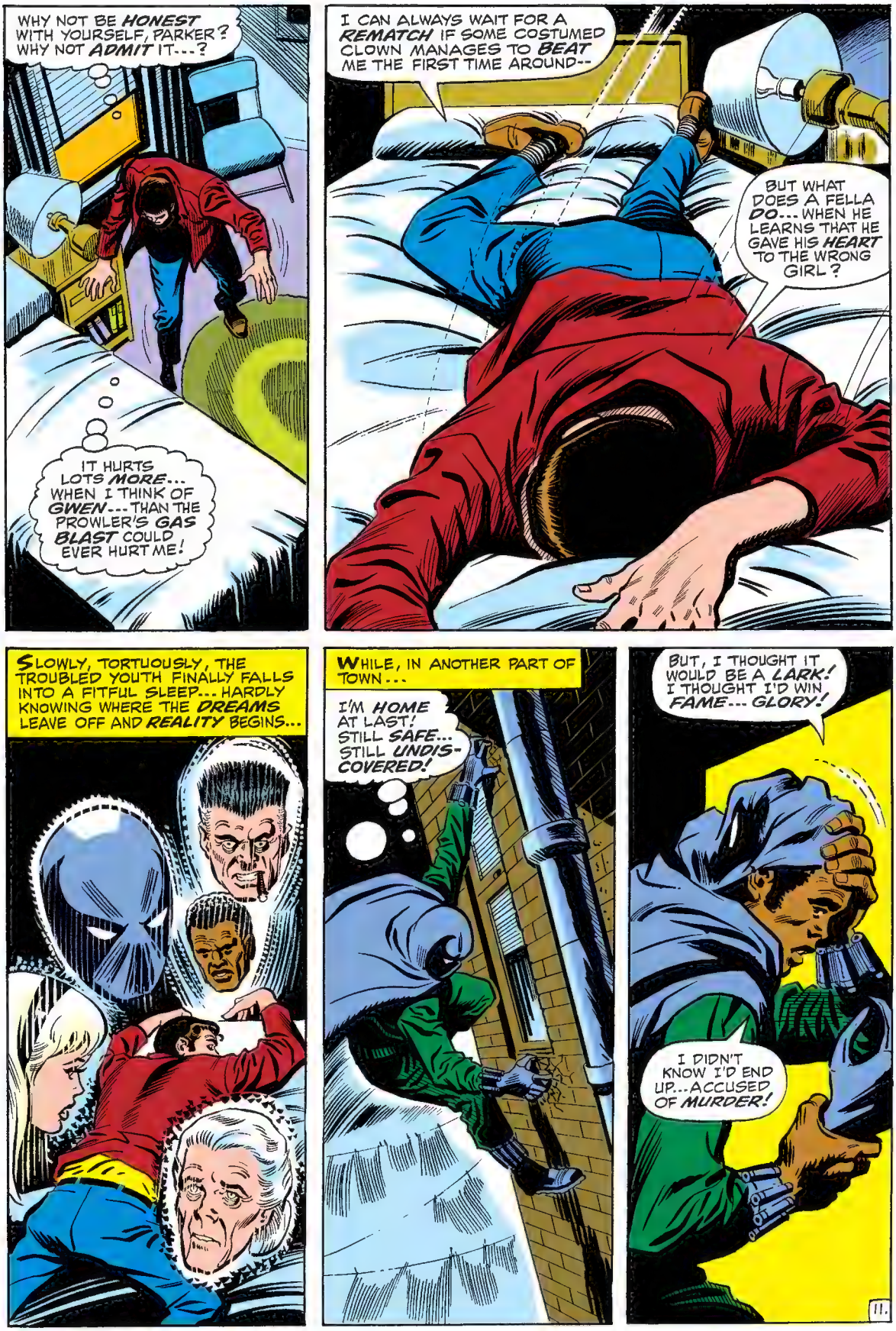

SO HERE'S WHERE OL' SPIDEY TAKES OFF THE KID GLOVES!
6


IT'S FOR YOUR OWN GOOD, PROWLER---/ A FELLA CAN CATCH HIS DEATH OF COLD ON THESE CHILLY OL' WALLS!
DANGEROUS AS HE IS, MY SPIDER SENSE STILL ISN'T TINGLING!
WHICH COULD MEAN HE'S NOT AS BAD A MENACE I THOUGHT HE WAS!
AND YET, I SAW HIM TRYING TO ROB JOLLY JONAH!
WELL, LUCKY FOR ME I WAS NEVER SWORN IN AS JUDGE... OR JURY!
I NEVER EXPECTED TO RUN INTO SOMEONE LIKE YOU MY FIRST TIME OUT...
BUT NOT EVEN SPIDER-MAN HAS THE POWER TO STOP ME!
THE JAILS ARE FULL OF GUYS WHO MADE THAT SAME CORNY SPEECH!
7

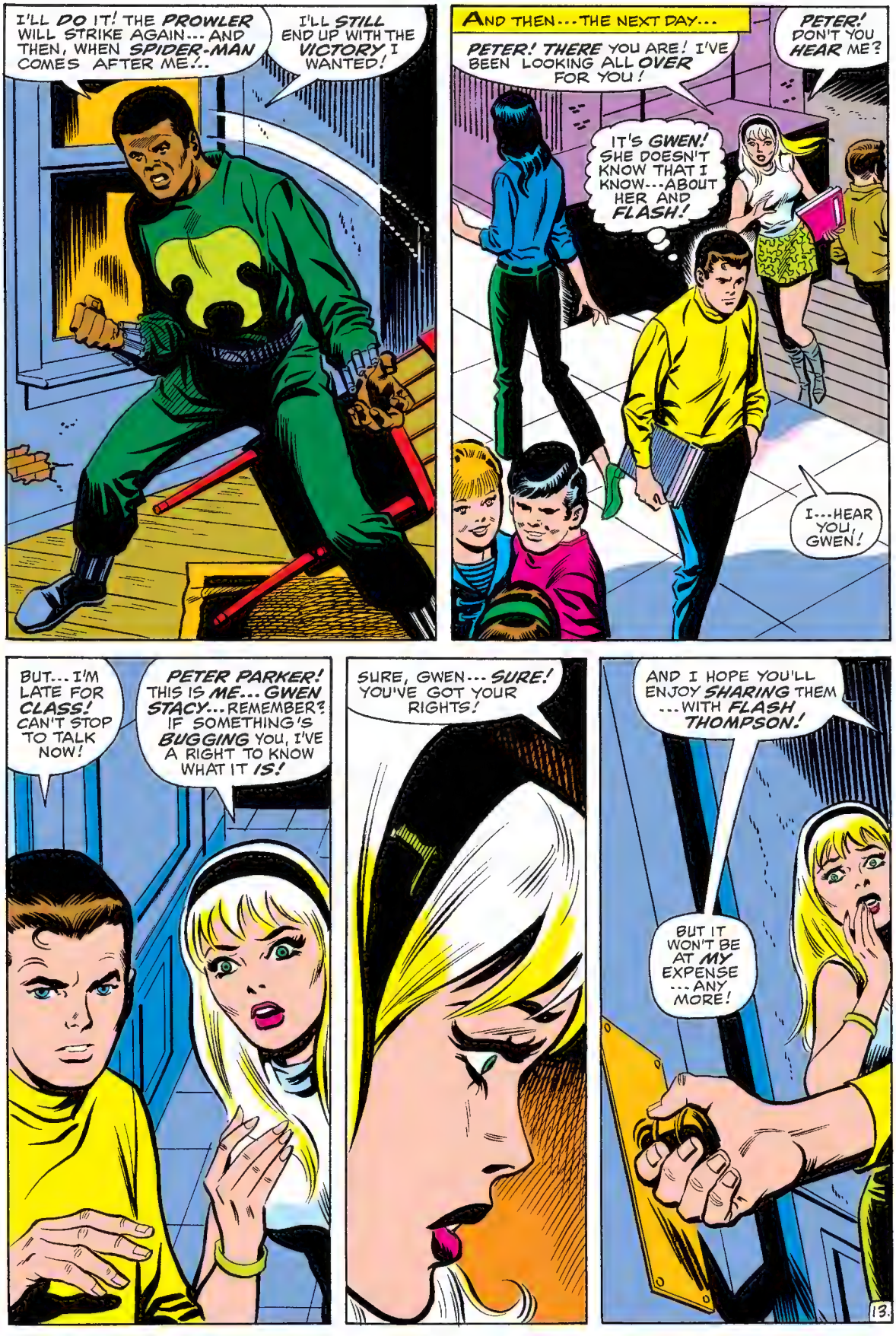

SO YOU THINK I'M CORNY, HUH? YOU THINK I'M JUST BRAGGING, EH?
LOOK --- I'M REAL FLATTERED THAT MY OPINION MEANS SO MUCH---
BUT YOU'LL HAVE TO BE FASTER THAN THAT TO MAKE ME CHANGE MY MIND!
KEEP TALKIN', SMART GUY! I'M JUST GETTING STARTED!
SKRUTCH!
LOOKS TO ME LIKE YOU'RE JUST ABOUT FINISHED!
--- SPECIALLY THE WAY YOUR CLAW GOT STUCK IN THAT THICK ROOF TAR!
UNNHH!
MAYBE THIS'LL TEACH YOU THAT YOU'RE NOT THE ONLY CAT WHO CAN COME UP WITH A SURPRISE!
FOOSH!
DIDN'T EXPECT ME TO HAVE GAS PELLETS IN MY BOOT, HUH?
8

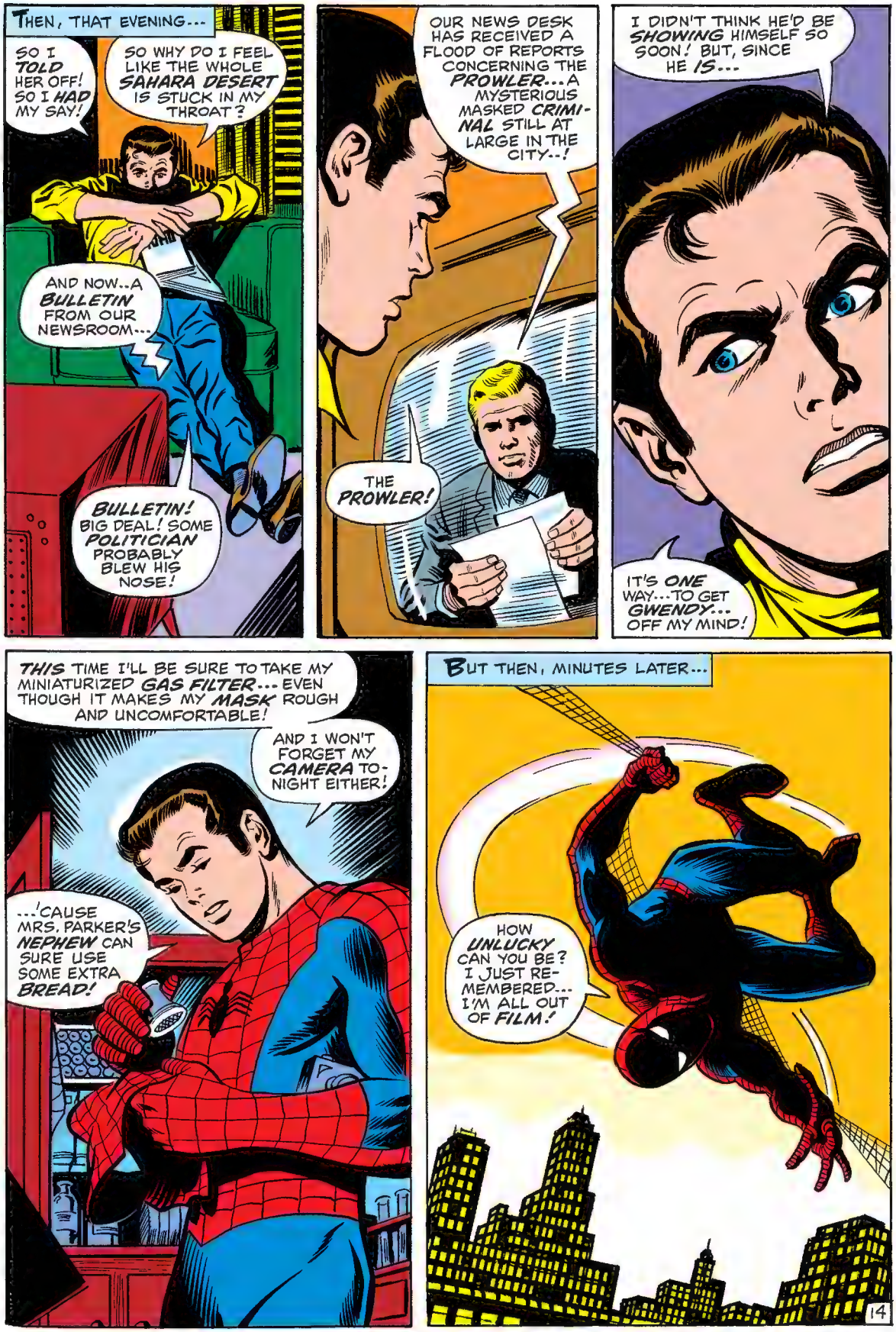
AH HA! THE OLD GAS-PELLETS-IN-THE-BOOT-TRICK, EH?
CAN'T EVEN CLOWN AROUND! THAT GAS REALLY MADE ME GROGGY!
AND, TO MAKE THINGS WORSE, I HEAR HIM GETTING HIS HAND FREE!
THWOK!
I DID IT! I FOUGHT SPIDER-MAN HIMSELF TO A STANDSTILL--- MY FIRST TIME AROUND!
HE'S GETTING AWAY--- AND THE GAS MADE ME TOO WOOZY---TO STOP HIM!
HE STILL ISN'T REALLY ANY MATCH FOR ME! I SHOULD HAVE HAD HIM UNMASKED BY NOW!
--IF I'D HAD SENSE ENOUGH TO JUST HOLD MY BREATH!
WELL, IT'S NO BIG DEAL! I'LL RUN INTO HIM AGAIN, SOONER OR LATER!
AND, WHEN I DO--- IT'LL BE THE END OF THE PROWLER!
AT LEAST HE SERVED ONE GOOD PURPOSE---HE MADE ME FORGET ABOUT GWEN DITCHING ME FOR FLASH THOMPSON!*
* IT HAPPENED--- OR SO SPIDEY THINKS--- LAST ISH, REMEMBER? STAN.

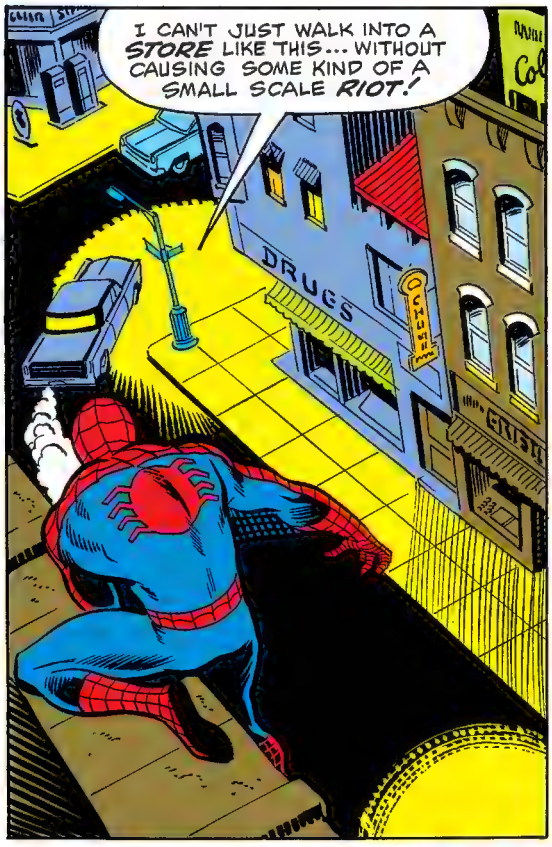
MEANWHILE---
BUT IF PARKER DID FALL THRU THE WINDOW ... WHAT HAPPENED TO HIM ?
HOW IN BLAZES DO I KNOW ? MAYBE THAT BLASTED PROWLER CARRIED HIM AWAY!
ROBBIE! MR. JAMESON!
LISTEN! THAT VOICE... CALLING US---!
PARKER! WHAT THE DEVIL'S GOING ON HERE ? WE THOUGHT YOU WERE DEAD!
SORRY TO DISAPPOINT YOU, MISTER!
WHEN I TUMBLED THRU THE WINDOW, SPIDER-MAN WAS NEARBY... AND HE GRABBED ME, SAVING MY LIFE!
THANK HEAVEN YOU'RE OKAY, SON!
THE WEB-HEAD! DID YOU GET ANY PICTURES OF HIM ?
BRINGING YOU A FRONT PAGE SCOOP WASN'T EXACTLY MY BIGGEST WORRY JUST THEN!
LUCKY I THOUGHT OF THAT SPIDEY ANGLE --- THEY SEEM TO BE SWALLOWING IT!
YOU LOOK BUSHED, KID! BETTER GO HOME AND GET SOME REST!
YEAH, I'LL DO THAT, MR. R.!
CAN'T CLEAR MY HEAD! THAT GAS REALLY GOT ME!
PUNK KID! WOULD IT HAVE KILLED HIM TO BRING ME BACK SOME PIX WE COULD USE ?
LAY OFF HIM, JJ! WE'VE GOT A WHOLE STAFF OF PHOTOGRAPHERS!
YEAH, YEAH! BUT NONE OF 'EM MANAGES TO RUN INTO SPIDER-MAN AS OFTEN AS HIM!
MINUTES LATER---
I'M FINALLY SNAPPING OUT OF IT NOW... BUT I STILL FEEL LIKE I'VE BEEN KICKED BY A MULE!

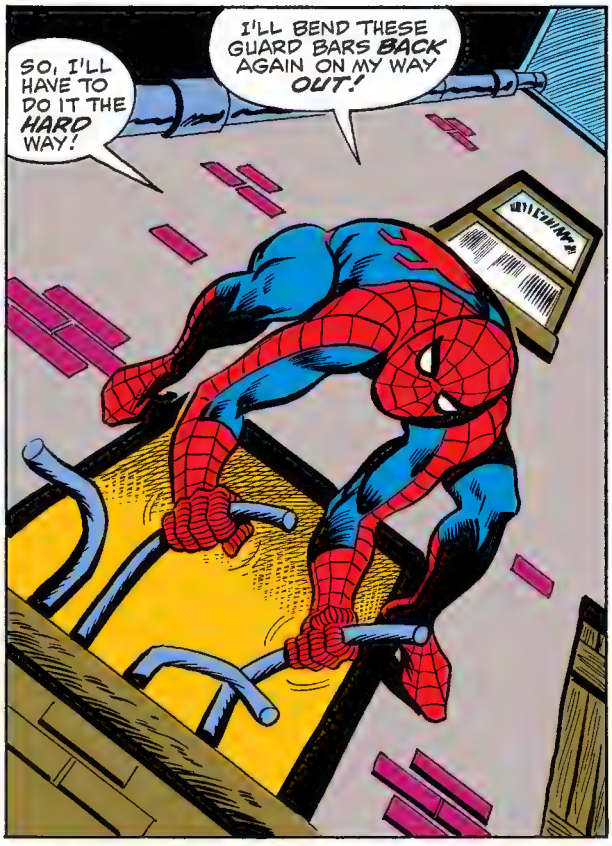

WHY NOT BE HONEST WITH YOURSELF, PARKER? WHY NOT ADMIT IT---?
IT HURTS LOTS MORE... WHEN I THINK OF GWEN--- THAN THE PROWLER'S GAS BLAST COULD EVER HURT ME!
I CAN ALWAYS WAIT FOR A REMATCH IF SOME COSTUMED CLOWN MANAGES TO BEAT ME THE FIRST TIME AROUND--
BUT WHAT DOES A FELLA DO--- WHEN HE LEARNS THAT HE GAVE HIS HEART TO THE WRONG GIRL?
SLOWLY, TORTUOUSLY, THE TROUBLED YOUTH FINALLY FALLS INTO A FITFUL SLEEP--- HARDLY KNOWING WHERE THE DREAMS LEAVE OFF AND REALITY BEGINS...
WHILE, IN ANOTHER PART OF TOWN---
I'M HOME AT LAST! STILL SAFE... STILL UNDISCOVERED!
BUT, I THOUGHT IT WOULD BE A LARK! I THOUGHT I'D WIN FAME--- GLORY!
I DIDN'T KNOW I'D END UP--ACCUSED OF MURDER!
11.

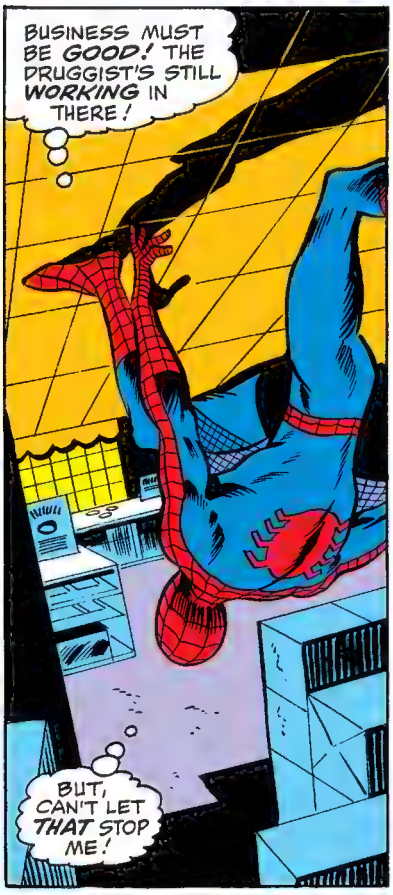
WHAT MADE HIM DO IT? WHAT MADE THAT GUY TOSS HIMSELF OUT OF THE WINDOW?
WAS IT BECAUSE I SCARED HIM--- BECAUSE HE PANICKED WHEN HE SAW ME?
DID HE THINK THAT I WAS REALLY TRYING TO KILL HIM?
IF SO--- DOES THAT MAKE ME JUST AS GUILTY---AS IF I'D REALLY PUSHED HIM OUT?
HAS HOBIE BROWN BECOME---A MURDERER??
I DID IT FOR MINDY! I WANTED TO SHOW HER I WASN'T A NOBODY! BUT NOW, SHE'S LOST TO ME--- JUST LIKE EVERYTHING ELSE!
BUT WHAT ABOUT SPIDER-MAN? WHAT IF I CAN CATCH HIM---BEAT HIM---DELIVER HIM TO THE FUZZ?
MAYBE THAT'LL HELP ME TO CLEAR MYSELF--- MAYBE IT'LL MAKE THEM REALIZE I NEVER MEANT TO CAUSE ANY HARM!


I'LL DO IT! THE PROWLER WILL STRIKE AGAIN--- AND THEN, WHEN SPIDER-MAN COMES AFTER ME...
I'LL STILL END UP WITH THE VICTORY I WANTED!
AND THEN---THE NEXT DAY---
PETER! THERE YOU ARE! I'VE BEEN LOOKING ALL OVER FOR YOU!
IT'S GWEN! SHE DOESN'T KNOW THAT I KNOW---ABOUT HER AND FLASH!
PETER! DON'T YOU HEAR ME?
I---HEAR YOU, GWEN!
BUT... I'M LATE FOR CLASS! CAN'T STOP TO TALK NOW!
PETER PARKER! THIS IS ME... GWEN STACY... REMEMBER? IF SOMETHING'S BUGGING YOU, I'VE A RIGHT TO KNOW WHAT IT IS!
SURE, GWEN--- SURE! YOU'VE GOT YOUR RIGHTS!
AND I HOPE YOU'LL ENJOY SHARING THEM ---WITH FLASH THOMPSON!
BUT IT WON'T BE AT MY EXPENSE ---ANY MORE!
13.


THEN, THAT EVENING...
SO I TOLD HER OFF! SO I HAD MY SAY!
SO WHY DO I FEEL LIKE THE WHOLE SAHARA DESERT IS STUCK IN MY THROAT?
AND NOW..A BULLETIN FROM OUR NEWSROOM...
BULLETIN! BIG DEAL! SOME POLITICIAN PROBABLY BLEW HIS NOSE!
OUR NEWS DESK HAS RECEIVED A FLOOD OF REPORTS CONCERNING THE PROWLER...A MYSTERIOUS MASKED CRIMINAL STILL AT LARGE IN THE CITY--!
THE PROWLER!
I DIDN'T THINK HE'D BE SHOWING HIMSELF SO SOON! BUT, SINCE HE IS...
IT'S ONE WAY...TO GET GWENDY... OFF MY MIND!
THIS TIME I'LL BE SURE TO TAKE MY MINIATURIZED GAS FILTER... EVEN THOUGH IT MAKES MY MASK ROUGH AND UNCOMFORTABLE!
AND I WON'T FORGET MY CAMERA TONIGHT EITHER!
...'CAUSE MRS. PARKER'S NEPHEW CAN SURE USE SOME EXTRA BREAD!
BUT THEN, MINUTES LATER...
HOW UNLUCKY CAN YOU BE? I JUST REMEMBERED... I'M ALL OUT OF FILM!
14

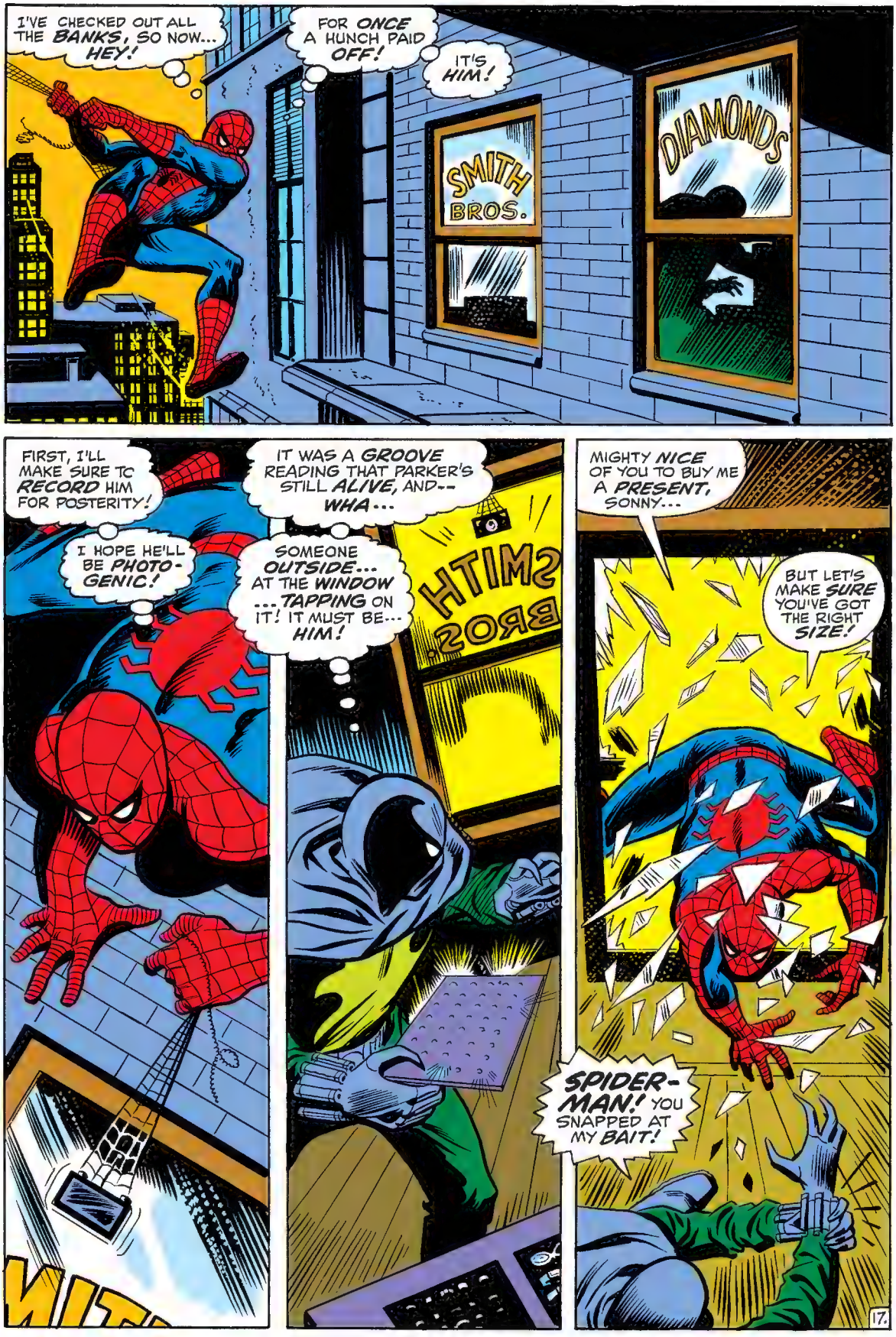

I CAN'T JUST WALK INTO A STORE LIKE THIS... WITHOUT CAUSING SOME KIND OF A SMALL SCALE RIOT!
DRUGS


I'LL BEND THESE GUARD BARS BACK AGAIN ON MY WAY OUT!
SO, I'LL HAVE TO DO IT THE HARD WAY!


BUSINESS MUST BE GOOD! THE DRUGGIST'S STILL WORKING IN THERE!
BUT, CAN'T LET THAT STOP ME!

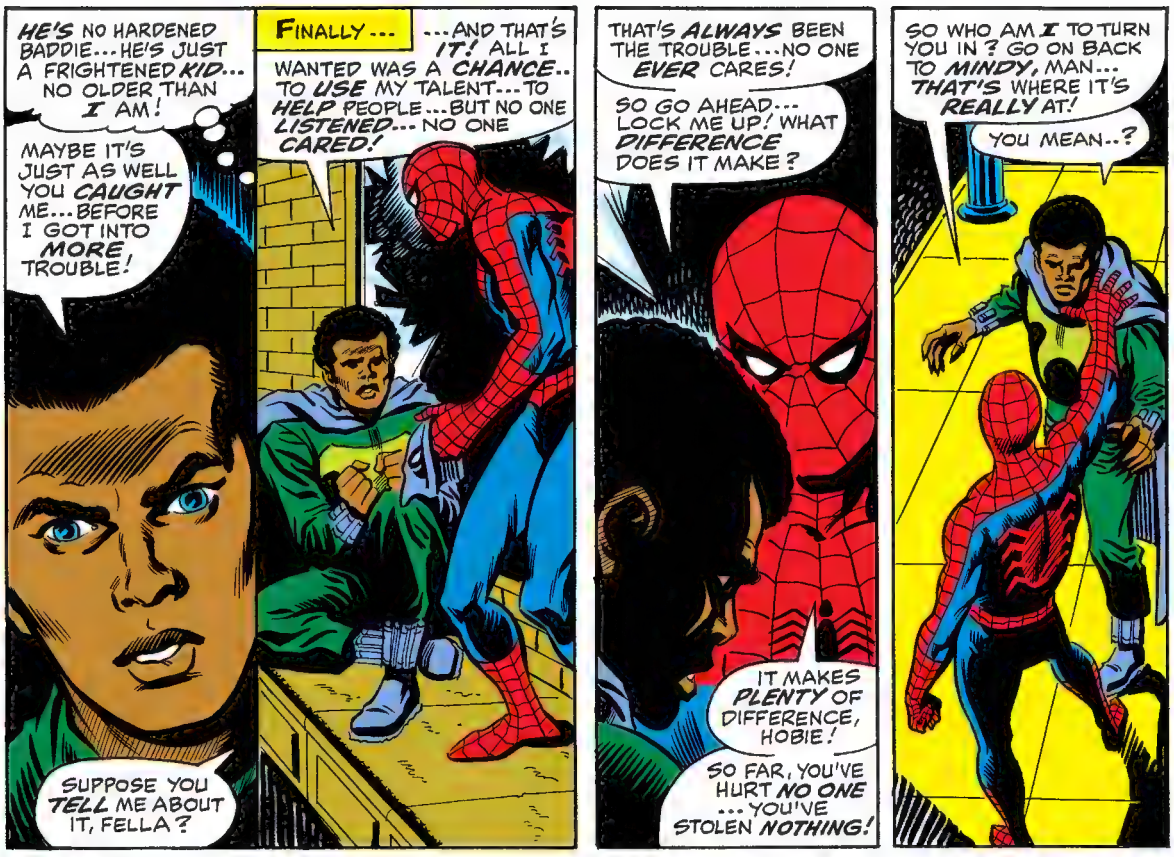
15

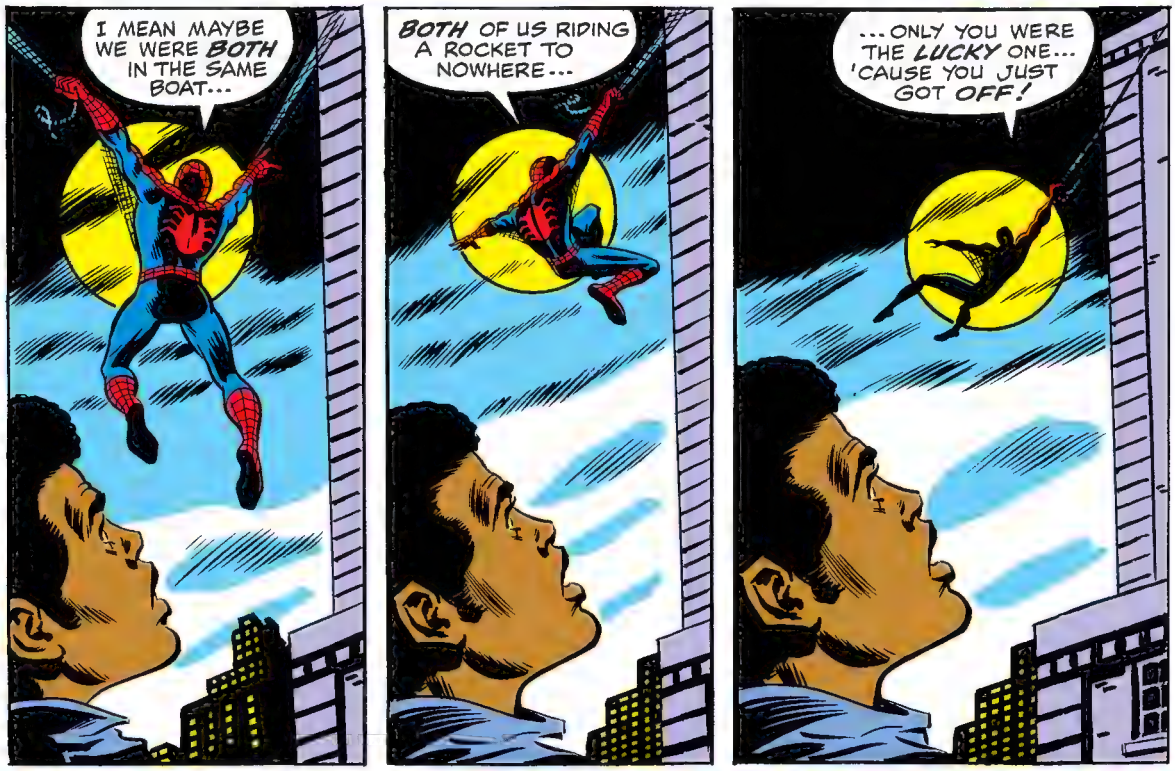
KLAK!
NUTS! I DIDN'T NOTICE THAT DISPLAY SIGN!
WHO'S THAT... CRAWLING ON THE CEILING?
SOME STRANDS OF WEBBING... AND THERE'S MONEY INSIDE!
IT COULD ONLY HAVE BEEN... SPIDER-MAN! BUT...I THOUGHT THEY CALL HIM...A MENACE?!!
AND NOW TO FIND THE PROWLER... WHICH SHOULDN'T BE TOO HARD!
...SINCE THERE'S ONLY EIGHT MILLION PEOPLE IN NEW YORK!
BUT, AFTER HOURS OF STEADY WEB-SWINGING..
IF I WANTED A QUICK BUCK... AND HAD THE POWERS OF THE PROWLER...
...I'D EITHER TACKLE A BANK...OR THE DIAMOND CENTER!
16


I'VE CHECKED OUT ALL THE BANKS, SO NOW... HEY!
FOR ONCE A HUNCH PAID OFF!
IT'S HIM!
SMITH BROS.
DIAMONDS
FIRST, I'LL MAKE SURE TO RECORD HIM FOR POSTERITY!
I HOPE HE'LL BE PHOTO-GENIC!
IT WAS A GROOVE READING THAT PARKER'S STILL ALIVE, AND-- WHA...
SOMEONE OUTSIDE... AT THE WINDOW ...TAPPING ON IT! IT MUST BE... HIM!
MIGHTY NICE OF YOU TO BUY ME A PRESENT, SONNY...
BUT LET'S MAKE SURE YOU'VE GOT THE RIGHT SIZE!
SPIDER-MAN! YOU SNAPPED AT MY BAIT!
17.

I FIGURED THAT ONE DEFEAT WOULDN'T BE ENOUGH FOR YOU...
SO I'VE BEEN WAITING TO HAND YOU THE SECOND!
SORRY, SWEETIE! I NEVER GET CAUGHT THE SAME WAY TWICE!
YOU MUST BE USING A GAS FILTER, HUH? THAT'S REAL CLEVER, MAN!
BUT IT CAN'T HELP AGAINST MY POWER BLASTS!
DOESN'T HAVE TO! MY SPEED'LL DO THAT!
I NEVER REALIZED... HE'S TOO FAST... TOO STRONG... FOR ANY OTHER WEAPONS OF MINE!
IF THE GAS WON'T STOP 'IM... NOTHING WILL!
SO I'VE GOTTA TAKE OFF... TILL I CAN DREAM UP A NEW COURSE OF ACTION!
I ONLY BEAT HIM BY A FLUKE BEFORE! COMPARED TO THAT CAT, I'M STRICTLY NOWHERE!
I WAS A FOOL... NOT TO HAVE LISTENED TO MINDY!
DRUG CO
THUMP!
18

HOLD IT, PROWLER! THERE'S NO PLACE LEFT TO RUN!
C'MON BACK NOW... NICE AND EASY..!
I'VE STILL GOT ONE CHANCE... IF I CAN CATCH HIM WITH A POWER BLAST... POINT BLANK..!
WHITTT!
NO GOOD! HE CLOGGED THE NOZZLES WITH HIS WEB!
DON'T FEEL TOO BAD, BUDDY... THIS WON'T BE A TOTAL LOSS!
IF YOU'RE LUCKY, YOU'LL GET A FEW GOOD PHOTOS OUT OF IT!
BUT FIRST, IT MUST BE MIGHTY STUFFY THERE, UNDER THAT LITTLE OL' MASK...
GO ON... TAKE IT OFF! NOTHING MATTERS ANY MORE, ANYWAY!


HE'S NO HARDENED BADDIE...HE'S JUST A FRIGHTENED KID... NO OLDER THAN I AM!
MAYBE IT'S JUST AS WELL YOU CAUGHT ME...BEFORE I GOT INTO MORE TROUBLE!
SUPPOSE YOU TELL ME ABOUT IT, FELLA?
FINALLY ---
...AND THAT'S IT! ALL I WANTED WAS A CHANCE.. TO USE MY TALENT...TO HELP PEOPLE...BUT NO ONE LISTENED... NO ONE CARED!
THAT'S ALWAYS BEEN THE TROUBLE...NO ONE EVER CARES!
SO GO AHEAD... LOCK ME UP! WHAT DIFFERENCE DOES IT MAKE?
IT MAKES PLENTY OF DIFFERENCE, HOBIE!
SO FAR, YOU'VE HURT NO ONE ...YOU'VE STOLEN NOTHING!
SO WHO AM I TO TURN YOU IN? GO ON BACK TO MINDY, MAN... THAT'S WHERE IT'S REALLY AT!
YOU MEAN..?


I MEAN MAYBE WE WERE BOTH IN THE SAME BOAT...
BOTH OF US RIDING A ROCKET TO NOWHERE...
...ONLY YOU WERE THE LUCKY ONE... 'CAUSE YOU JUST GOT OFF!

NEXT: THE RETURN OF THE MYSTERIOUS CHAMELEON!

SPIDER-MAN
15¢
80
JAN
the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
ON THE TRAIL OF...
THE CHAMELEON!
MARVEL COMICS GROUP
ROMITA

THE AMAZING SPIDER-MAN!
ON THE TRAIL OF... THE CHAMELEON!
I CAN'T KEEP BROODING ABOUT GWEN DITCHING ME FOR FLASH THOMPSON!
MAYBE IF I KEEP BUSY WORKING ON MY SPIDER-MAN EQUIPMENT, IT'LL HELP TO...
UH OH! SOMEONE AT THE DOOR!
NUTS! THAT'S ALL I NEED AT A TIME LIKE THIS!
PRODUCED and PRESENTED BY:
STAN LEE
AUTHOR-EDITOR
JOHN BUSCEMA · JIM MOONEY
ILLUSTRATORS
JOHN ROMITA, ART CONSOLIDATOR
SAM ROSEN, LETTERER

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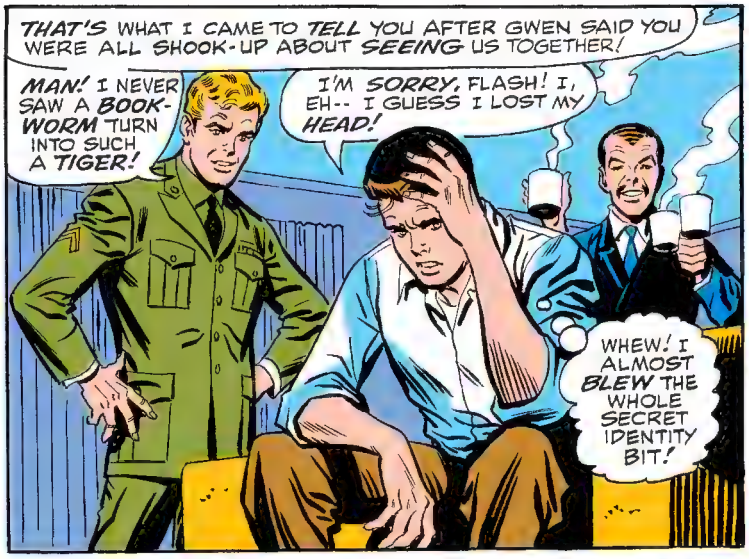
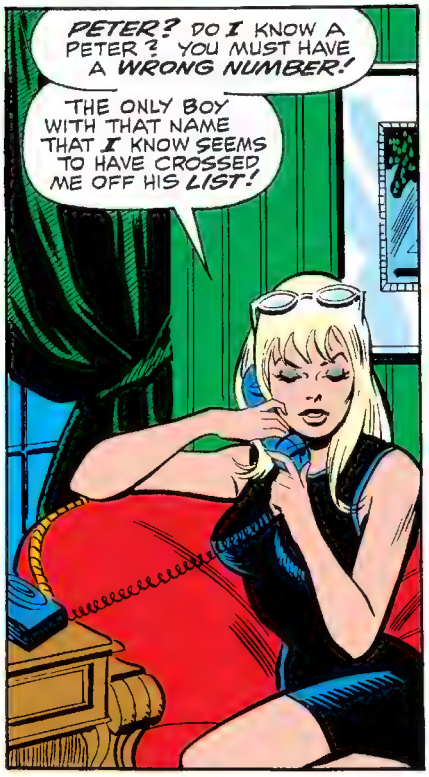
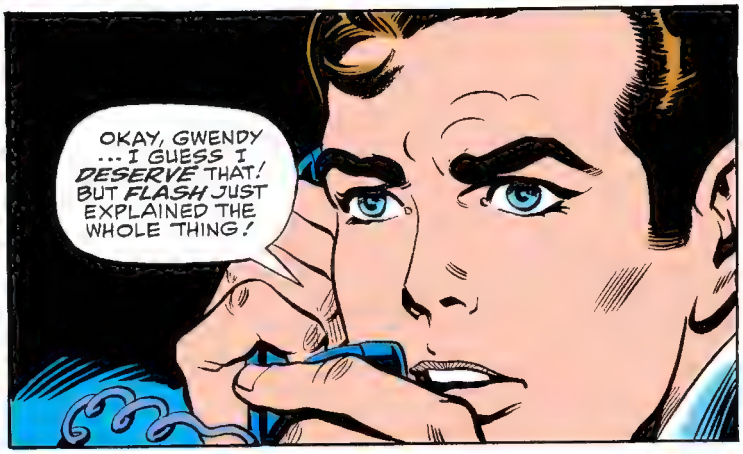
WHOEVER YOU ARE ... I'M BUSY!
NOT TOO BUSY FOR WHAT WE HAVE TO TELL YOU, PAL!
IT'S HARRY ... AND SOMEONE ELSE!
HAVE TO HIDE EVERYTHING ... FAST!
LET'S NOT OVERDO THE LONER BIT, PETEY BOY!
I BROUGHT YOU SOME COMPANY!
FLASH! YOU'VE GOT A SWEET NERVE SHOWING YOUR FACE AROUND HERE!
AT EASE, JUNIOR! I JUST WANNA RAP WITH YOU FOR A WHILE!
THE ONLY RAP YOU'LL GET IS ON YOUR THICK SKULL IF YOU DON'T CUT OUT!
HEY, C'MON PETE... SIMMER DOWN!
LET 'IM TALK, HARRY! IT'S ABOUT TIME PUNY PARKER SHOWED SOME BACKBONE!
LOOK, ROOM-MATE ... FLASH JUST WANTS TO EXPLAIN ABOUT...
OH NO! THAT CREEP DOESN'T TALK HIS WAY OUT OF THIS!
I SAW YOU DATING GWEN WHEN SHE SAID SHE WAS TOO BUSY TO SEE ME!
NOW I'LL SHOW YOU HOW MUCH BACKBONE I'VE GOT!
HEY! HOLD IT, YOU NIT-WIT!
SHE ONLY MET ME BECAUSE SHE WAS WORRIED ABOUT YOU! SHE THOUGHT I MIGHT KNOW WHERE YOU'RE ALWAYS DISAPPEARING TO!
HUH..?
2.

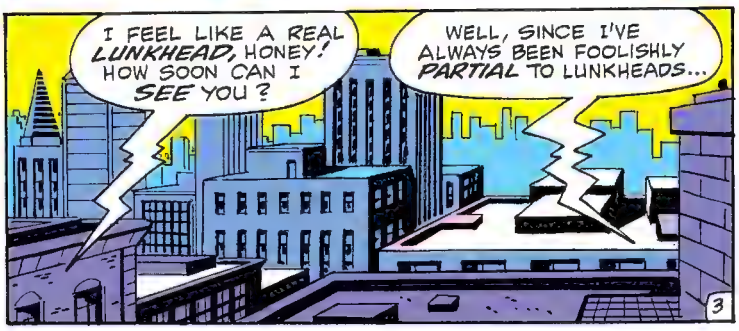
SHE FIGURED SINCE I KNOW YOU LONGER THAN ANYONE ELSE,, MAYBE I COULD CLUE HER IN!
YOU DON'T HAVE TO WORRY ABOUT HER, MISTER... 'CEPT FOR THE FACT THAT SHE MUST BE BATTY TO DIG A JOE LIKE YOU!
YOU MEAN... THERE ISN'T ANYTHING BETWEEN GWEN AND YOU?
NO! AND, IT'S NOT 'CAUSE I DIDN'T TRY!


THAT'S WHAT I CAME TO TELL YOU AFTER GWEN SAID YOU WERE ALL SHOOK-UP ABOUT SEEING US TOGETHER!
MAN! I NEVER SAW A BOOK-WORM TURN INTO SUCH A TIGER!
I'M SORRY, FLASH! I, EH-- I GUESS I LOST MY HEAD!
WHEW! I ALMOST BLEW THE WHOLE SECRET IDENTITY BIT!

WELL, IF YOU'RE LEVELLING WITH ME, I'D BETTER CALL THE LADY!

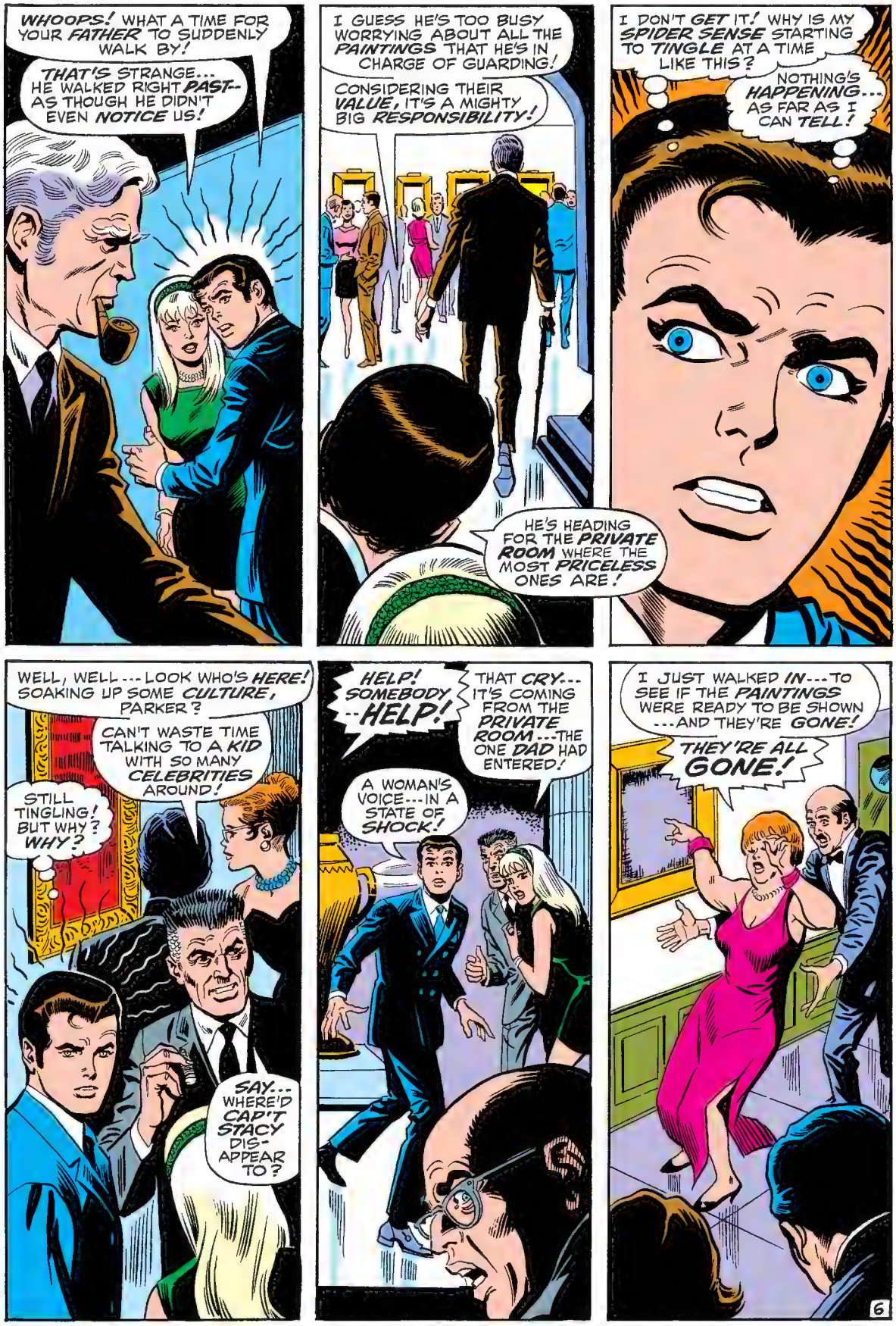

PETER? DO I KNOW A PETER? YOU MUST HAVE A WRONG NUMBER!
THE ONLY BOY WITH THAT NAME THAT I KNOW SEEMS TO HAVE CROSSED ME OFF HIS LIST!

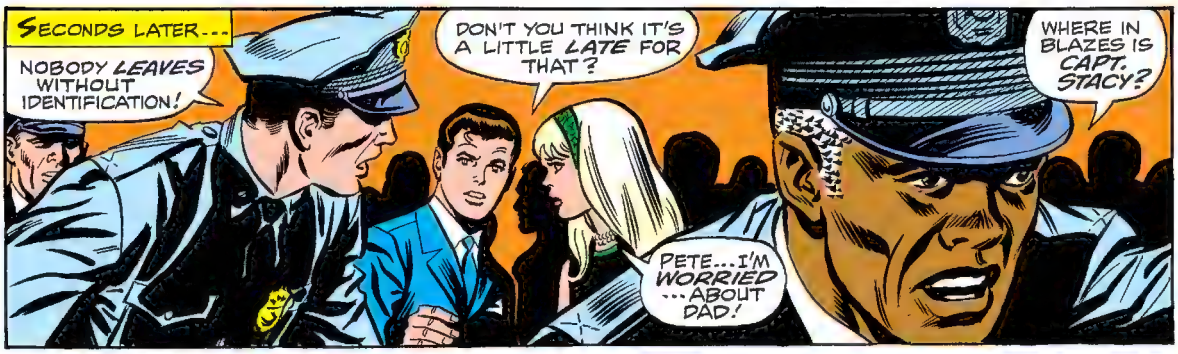

OKAY, GWENDY ... I GUESS I DESERVE THAT! BUT FLASH JUST EXPLAINED THE WHOLE THING!

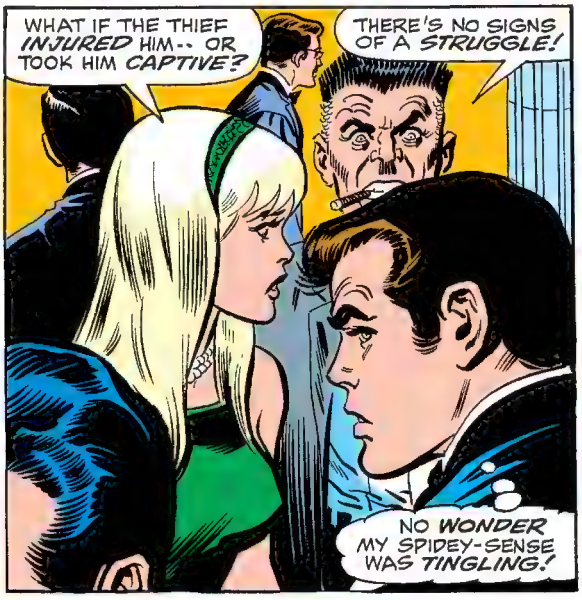

I FEEL LIKE A REAL LUNKHEAD, HONEY! HOW SOON CAN I SEE YOU?
WELL, SINCE I'VE ALWAYS BEEN FOOLISHLY PARTIAL TO LUNKHEADS...
3

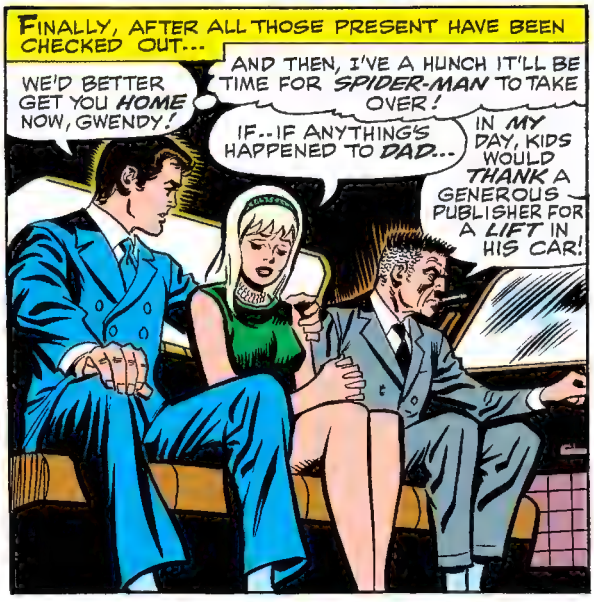
HOW ABOUT NOW? I'M GOING TO THE NEW EXHIBIT AT THE MIDTOWN MUSEUM!
I READ ABOUT IT, GWENDY! YOUR DAD'S IN CHARGE OF GUARDING THE PRICELESS PAINTINGS!
I'LL BE THERE AS FAST AS I CAN, PRETTY GIRL! NOTHING'LL STOP ME THIS TIME!
Y'KNOW, SOLDIER--- I THINK HE DIGS THE LADY!
HOW CAN YOU TELL?
THAT WRAPS IT UP, PARKER! BUT IF YOU LET HER GET AWAY AGAIN, ALL BETS'LL BE OFF BETWEEN US!
I'LL REMEMBER THAT, CORP!
AND... THANKS, FELLAS!
THEY'VE GONE! NOW THE PRIZE CHUMP OF ALL TIME HAS A LOT OF MAKING UP TO DO!
AND SPIDER-MAN CAN MAKE IT THRU THE RUSH HOUR TRAFFIC LOTS FASTER THAN A TAXI!
JUST WHEN I THOUGHT THINGS COULDN'T GET ANY WORSE, I LEARN I'M STILL BATTING A THOUSAND WITH GWEN---
---AND SUDDENLY, I HAVEN'T GOT A WORRY IN THE WORLD!
4

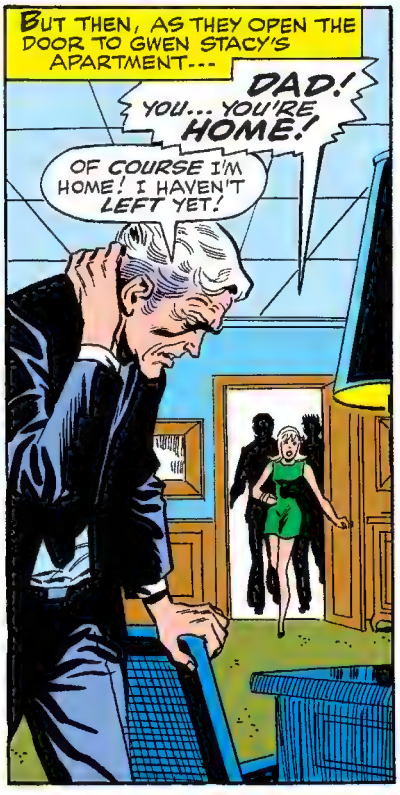
GWEN OUGHT TO BE HERE BY NOW!
SHE ONLY LIVES A FEW BLOCKS AWAY!
ONLY YESTERDAY, I THOUGHT I'D NEVER WANT TO WEAR THIS NEW SUIT OF MINE!
NOW, I CAN'T WAIT FOR HER TO SEE IT!
THERE SHE IS! MAN... STANDING NEXT TO THOSE MILLION DOLLAR PAINTINGS, SHE STILL LOOKS LIKE THE ONLY MASTERPIECE IN THE PLACE!
PETER! HOW DID YOU GET HERE SO...?
HOLD IT, HONEY! LET'S GO SOMEPLACE WHERE WE CAN TALK IN PRIVATE!
WHY ARE YOU LOOKING AT ME THAT WAY, MR. PARKER?
MAYBE I JUST SUDDENLY REALIZE HOW MUCH I'VE MISSED YOU, GWENDY---
--OR MAYBE-- I JUST DON'T FEEL LIKE-- TALKING!


WHOOPS! WHAT A TIME FOR YOUR FATHER TO SUDDENLY WALK BY!
THAT'S STRANGE... HE WALKED RIGHT PAST-- AS THOUGH HE DIDN'T EVEN NOTICE US!
I GUESS HE'S TOO BUSY WORRYING ABOUT ALL THE PAINTINGS THAT HE'S IN CHARGE OF GUARDING!
CONSIDERING THEIR VALUE, IT'S A MIGHTY BIG RESPONSIBILITY!
HE'S HEADING FOR THE PRIVATE ROOM WHERE THE MOST PRICELESS ONES ARE!
I DON'T GET IT! WHY IS MY SPIDER SENSE STARTING TO TINGLE AT A TIME LIKE THIS?
NOTHING'S HAPPENING... AS FAR AS I CAN TELL!
WELL, WELL --- LOOK WHO'S HERE! SOAKING UP SOME CULTURE, PARKER?
CAN'T WASTE TIME TALKING TO A KID WITH SO MANY CELEBRITIES AROUND!
STILL TINGLING! BUT WHY? WHY?
SAY... WHERE'D CAP'T STACY DIS-APPEAR TO?
HELP! SOMEBODY --HELP!
THAT CRY... IT'S COMING FROM THE PRIVATE ROOM --- THE ONE DAD HAD ENTERED!
A WOMAN'S VOICE --- IN A STATE OF SHOCK!
I JUST WALKED IN --- TO SEE IF THE PAINTINGS WERE READY TO BE SHOWN --- AND THEY'RE GONE!
THEY'RE ALL GONE!
6


SECONDS LATER...
NOBODY LEAVES WITHOUT IDENTIFICATION!
DON'T YOU THINK IT'S A LITTLE LATE FOR THAT?
WHERE IN BLAZES IS CAPT. STACY?
PETE... I'M WORRIED ...ABOUT DAD!

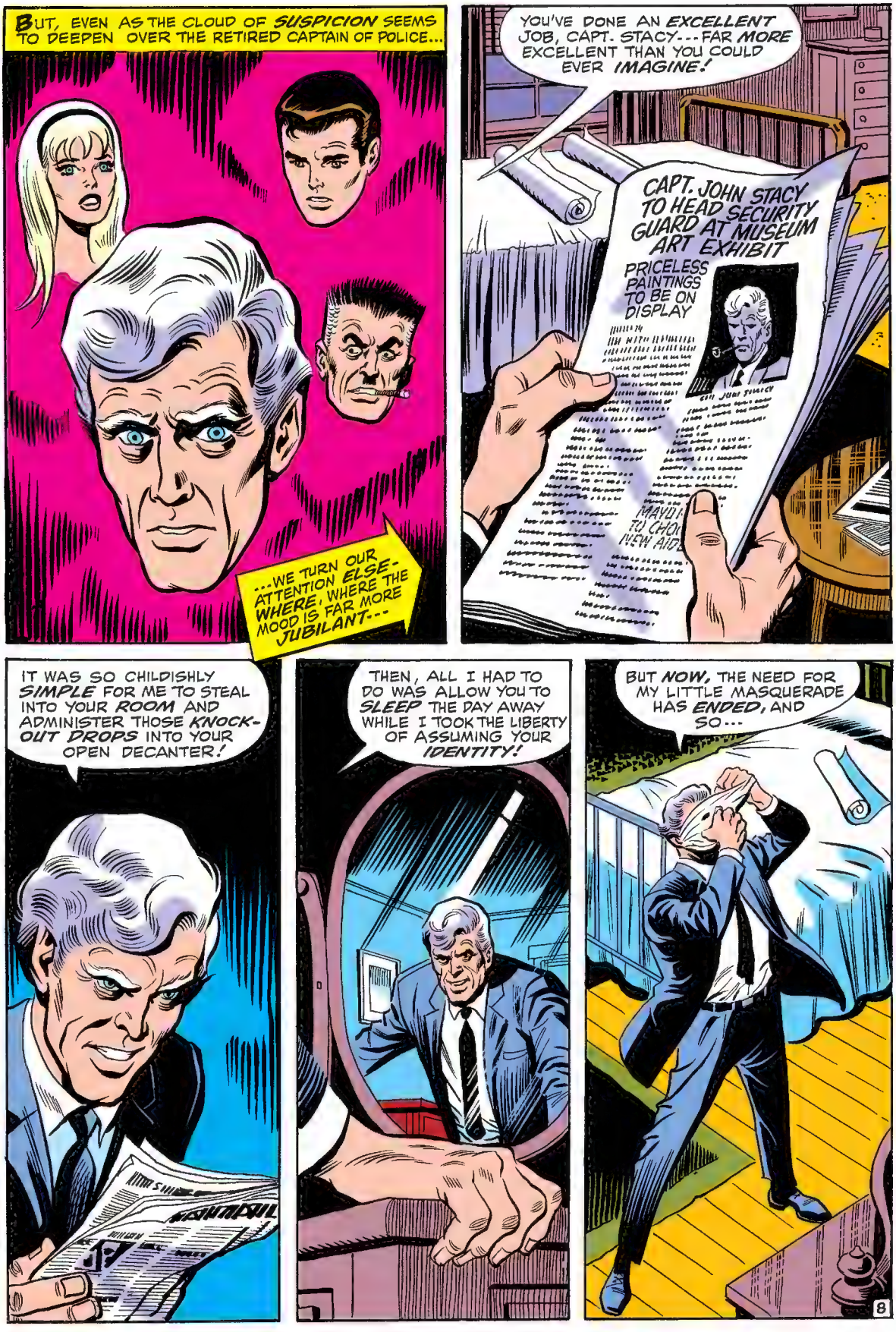

WHAT IF THE THIEF INJURED HIM-- OR TOOK HIM CAPTIVE?
THERE'S NO SIGNS OF A STRUGGLE!
NO WONDER MY SPIDEY-SENSE WAS TINGLING!


FINALLY, AFTER ALL THOSE PRESENT HAVE BEEN CHECKED OUT...
WE'D BETTER GET YOU HOME NOW, GWENDY!
AND THEN, I'VE A HUNCH IT'LL BE TIME FOR SPIDER-MAN TO TAKE OVER!
IF--IF ANYTHING'S HAPPENED TO DAD...
IN MY DAY, KIDS WOULD THANK A GENEROUS PUBLISHER FOR A LIFT IN HIS CAR!


BUT THEN, AS THEY OPEN THE DOOR TO GWEN STACY'S APARTMENT---
DAD! YOU... YOU'RE HOME!
OF COURSE I'M HOME! I HAVEN'T LEFT YET!

BUT--- WE SAW YOU--- AT THE MUSEUM!
I DON'T UNDER-STAND! I'VE BEEN HERE ALL DAY--- OR, I THINK I HAVE!
EVERYTHING'S SO HAZY--- SO CONFUSED IN MY MIND!

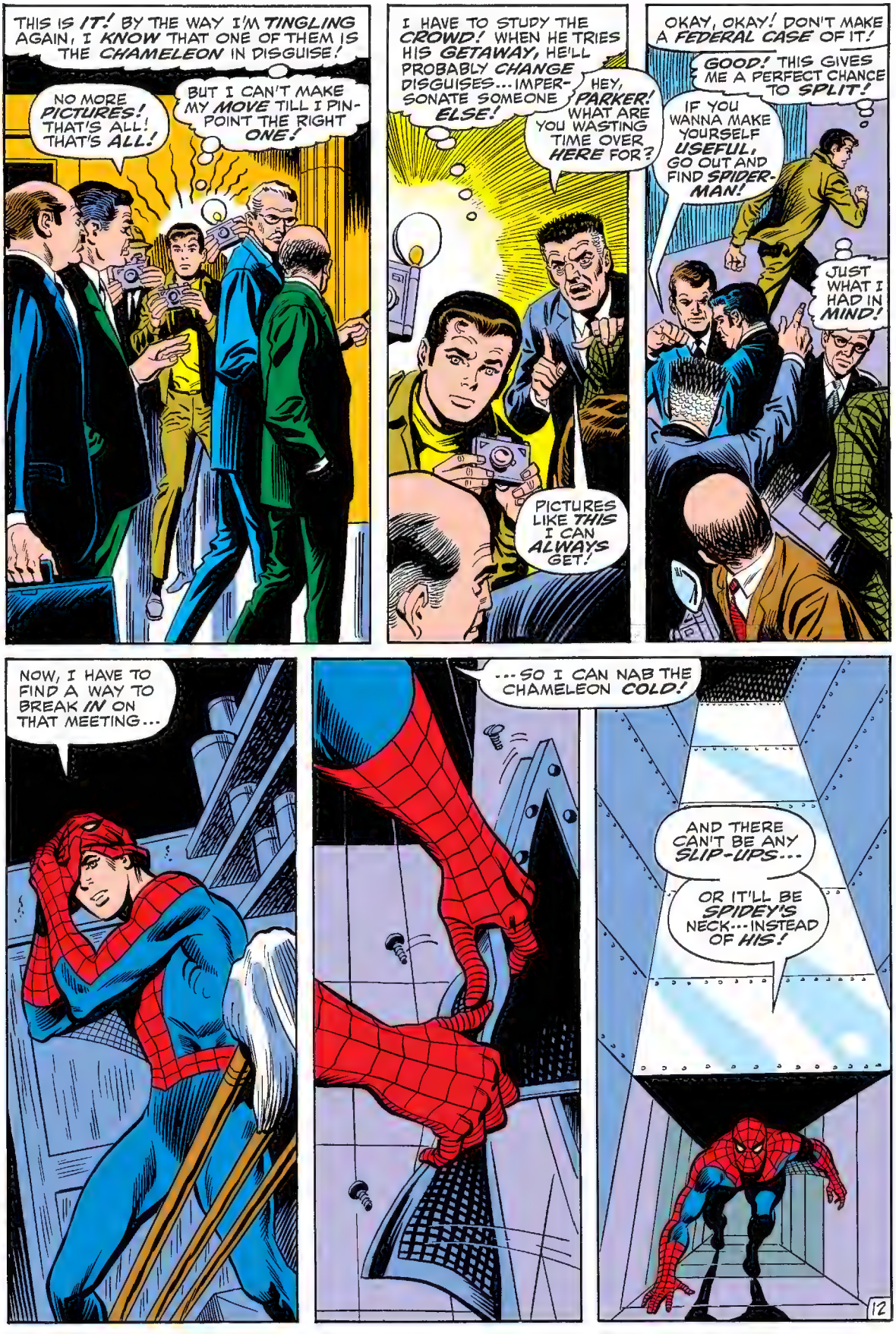
YOU'D BETTER SNAP OUT OF IT, STACY! THOSE PAINTINGS WERE STOLEN--- AND, IF YOU ASK ME, THE ONLY SUSPECT SO FAR IS--- YOU!
THE PAINTINGS? STOLEN? THEN--- IT'S AS BAD AS I FEARED!
I MUST HAVE BEEN DRUGGED! BUT HOW? AND BY WHOM?


BUT, EVEN AS THE CLOUD OF SUSPICION SEEMS TO DEEPEN OVER THE RETIRED CAPTAIN OF POLICE...
...WE TURN OUR ATTENTION ELSEWHERE, WHERE THE MOOD IS FAR MORE JUBILANT---
YOU'VE DONE AN EXCELLENT JOB, CAPT. STACY---FAR MORE EXCELLENT THAN YOU COULD EVER IMAGINE!
CAPT. JOHN STACY TO HEAD SECURITY GUARD AT MUSEUM ART EXHIBIT
PRICELESS PAINTINGS TO BE ON DISPLAY
IT WAS SO CHILDISHLY SIMPLE FOR ME TO STEAL INTO YOUR ROOM AND ADMINISTER THOSE KNOCK-OUT DROPS INTO YOUR OPEN DECANTER!
THEN, ALL I HAD TO DO WAS ALLOW YOU TO SLEEP THE DAY AWAY WHILE I TOOK THE LIBERTY OF ASSUMING YOUR IDENTITY!
BUT NOW, THE NEED FOR MY LITTLE MASQUERADE HAS ENDED, AND SO...

--MY CAPTAIN STACY MASK MAY JOIN MY OTHER LITTLE MOMENTOS---
---AS THE UNBEATABLE CHAMELEON BASKS IN THE GLOW OF HIS LATEST TRIUMPH!
NO ONE CAN CATCH ME! NO ONE CAN STOP ME! FOR I AM THE WORLD'S GREATEST MASTER OF DISGUISE!
BUT, SOMEWHERE IN THE SPRAWLING CITY, A TROUBLED YOUTH REFUSES TO ADMIT DEFEAT---
I KNOW GWEN'S DAD JUST CAN'T BE GUILTY!
AND IF I'M RIGHT---IT MEANS SOMEONE WAS IMPERSONATING HIM!
BUT WHO COULD BE SKILLFUL ENOUGH TO FOOL HIS OWN DAUGHTER AND ME?
IT MUST HAVE BEEN SOMEONE I'VE KNOWN--- BECAUSE OF THE WAY MY SPIDEY-SENSE TINGLED!
HOLY SMOKE! WHAT A LAMEBRAIN I AM! OF COURSE---OF COURSE!
I SHOULD HAVE GUESSED IT RIGHT AWAY!
IT'S BEEN SO LONG, THAT I'VE ALMOST FORGOTTEN HIM--* BUT IT COULD ONLY HAVE BEEN---THE CHAMELEON!
* IT WAS ISH #2 TO BE EXACT! --STAN
9

I'VE GOT TO CATCH HIM... REGAIN THE PAINTINGS!
IT'S THE ONLY WAY TO CLEAR GEORGE STACY'S NAME!
BUT MY ONLY CHANCE IS TO MAKE HIM STRIKE AGAIN!
IF HE GOES INTO HIDING WITH HIS LOOT... I MAY NEVER FIND HIM!
SO I'VE GOTTA DECOY HIM OUT INTO THE OPEN!
AND I KNOW JUST THE MAN TO HELP ME DO IT!
I'M IN LUCK! JOE ROBERTSON'S ALONE!
SPIDER-MAN! AT MY WINDOW!
PLAY IT COOL, ROBBIE! SEE WHAT HE WANTS!
IT'S A PLEASURE TO SEE ONE CITIZEN WHO DOESN'T GET ALL UPTIGHT AT THE SIGHT OF ME!
I'M A NEWS-MAN, MISTER! TO ME, YOU REPRESENT AN ITEM!
SO SPILL IT, MAN!
I WANT YOU TO PLANT A STORY IN THE NEXT EDITION!
IF MY HUNCH COMES THRU, YOU'LL HAVE A SCOOP ON THE THIEF WHO STOLE THOSE PAINTINGS!
IT WOULDN'T BE YOU, WOULD IT?

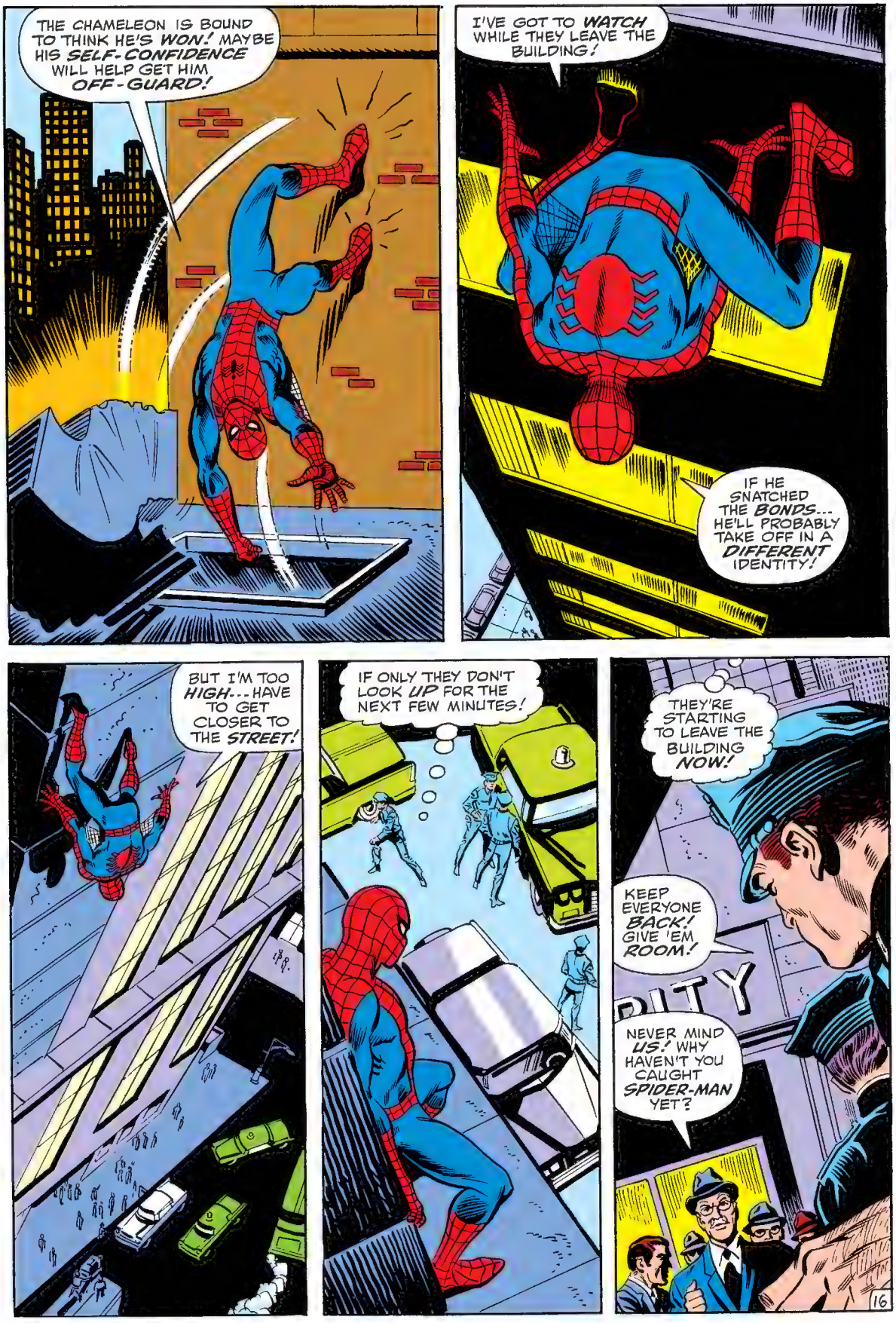
LEVEL WITH ME, NEWSMAN! DO YOU THINK IT WAS ME?
'COURSE NOT! I'VE STUDIED YOUR IMPROBABLE CAREER TOO CLOSELY! FAR AS I CAN TELL, YOU'VE NEVER COMMITTED A CRIME!
TOO BAD YOU CAN'T CONVINCE YOUR BIRD-BRAINED BOSS!
ANYWAY, I WANT YOU TO ANNOUNCE A SPECIAL MEETING, INVOLVING A TRANSFER OF A MILLION DOLLARS WORTH OF BONDS!
I'LL GO YOU ONE BETTER, WALL-CRAWLER! THERE IS SUCH A MEETING TOMORROW! I'LL GIVE IT THE FRONT PAGE TREATMENT!
BUT YOU BETTER KNOW WHAT YOU'RE DOING, MAN--- 'CAUSE JAMESON WILL HAVE MY HIDE IF I PLAY UP A DULL YARN LIKE THAT FOR NOTHING!
LET'S JUST SAY WE'RE BOTH TAKING A CHANCE!
I OUGHTTA HAVE MY HEAD EXAMINED FOR TRUSTING HIM---AND YET...
KEEP THE FAITH, J.R.! IT'S TIME FOR THE PAY-OFF!
THE NEXT DAY...
WE PRE-EMPT OUR REGULAR SHOW TO BRING YOU THIS TV NEWS SPECIAL!
IN A COPYRIGHT RELEASE, THE DAILY BUGLE HAS FRONT-PAGED THE LARGEST BOND TRANSACTION IN HISTORY!
WITH THAT MUCH DOUGH AT STAKE, YOU'D THINK THEY'D WANNA KEEP IT QUIET!
11.

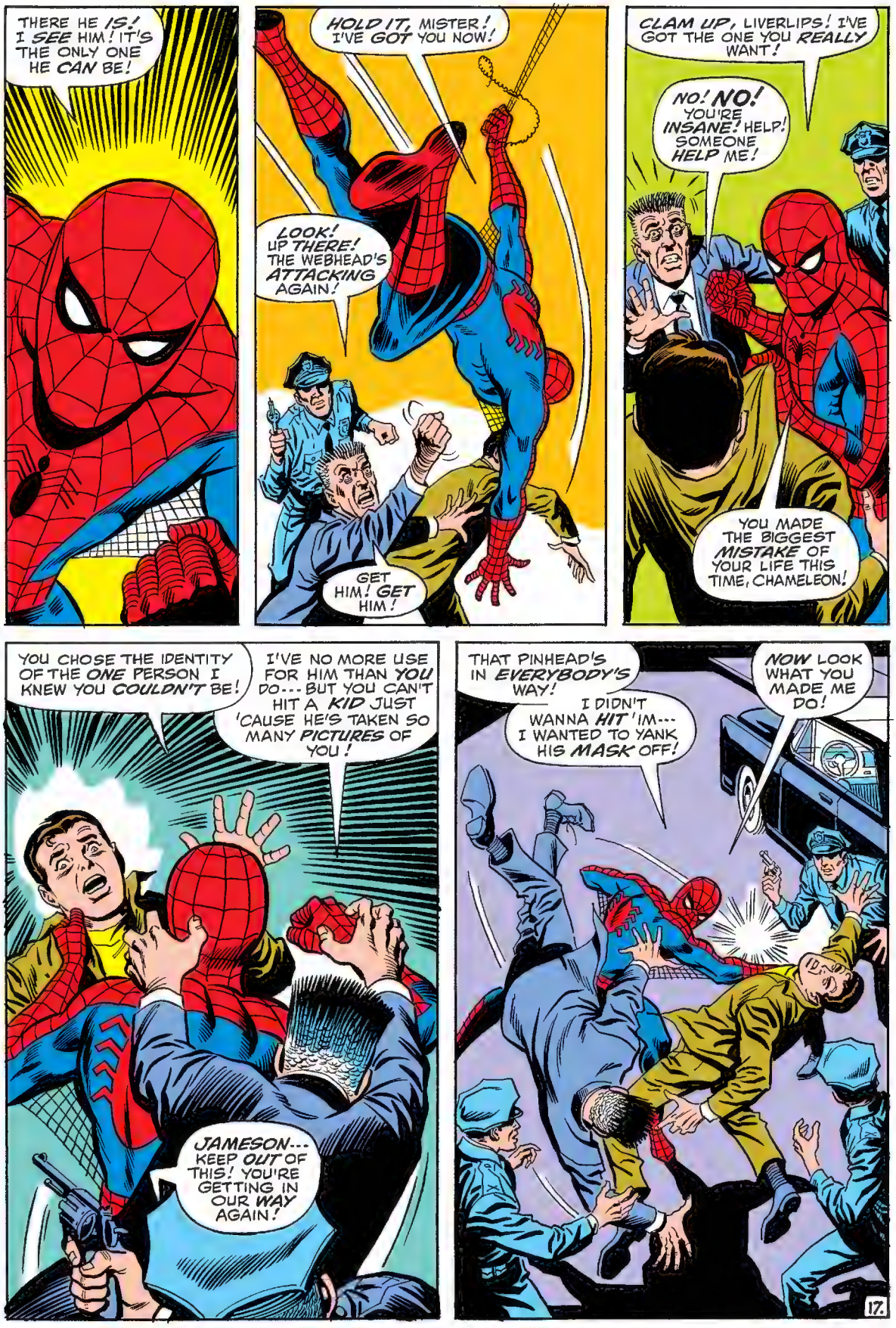

THIS IS IT! BY THE WAY I'M TINGLING AGAIN, I KNOW THAT ONE OF THEM IS THE CHAMELEON IN DISGUISE!
NO MORE PICTURES! THAT'S ALL! THAT'S ALL!
BUT I CAN'T MAKE MY MOVE TILL I PIN-POINT THE RIGHT ONE!
I HAVE TO STUDY THE CROWD! WHEN HE TRIES HIS GETAWAY, HE'LL PROBABLY CHANGE DISGUISES... IMPER-SONATE SOMEONE ELSE!
HEY, PARKER! WHAT ARE YOU WASTING TIME OVER HERE FOR?
PICTURES LIKE THIS I CAN ALWAYS GET!
OKAY, OKAY! DON'T MAKE A FEDERAL CASE OF IT!
GOOD! THIS GIVES ME A PERFECT CHANCE TO SPLIT!
IF YOU WANNA MAKE YOURSELF USEFUL, GO OUT AND FIND SPIDER-MAN!
JUST WHAT I HAD IN MIND!
NOW, I HAVE TO FIND A WAY TO BREAK IN ON THAT MEETING...
...SO I CAN NAB THE CHAMELEON COLD!
AND THERE CAN'T BE ANY SLIP-UPS...
OR IT'LL BE SPIDEY'S NECK... INSTEAD OF HIS!
12

LUCKY FOR ME THAT ALL THESE NEW BUILDINGS HAVE AIR VENT SHAFTS!
IT'S A LOT MORE DRAMATIC THAN TAKING THE ELEVATOR!
THEY'RE JUST BELOW ME! I CAN HEAR THEM THRU THE INLAID CEILING PANELS!
AND THE CHAMELEON IS WITH THEM, ALL RIGHT! I'M TINGLING LIKE MAD AGAIN!
SO, HERE'S WHERE I MAKE MY MOVE....!
AND NOW, PRIOR TO MAKING OUR FINAL DISPOSITION OF THE CLASS A BONDS...
LOOK OUT! IT'S SPIDER-MAN!
13

TIME TO PULL MY BLUFF... AND IT BETTER WORK!
OKAY, CHAMELEON... THE PARTY'S OVER! I KNOW WHICH ONE YOU ARE!
STOP HIM! HE'S HERE TO STEAL THE BONDS!
CHAMELEON?? WHAT'S HE TALKING ABOUT?
QUICK! SOMEONE CALL THE POLICE!
IT ISN'T WORKING! I THOUGHT THE CHAMELEON WOULD PANIC... THAT HE'D BREAK AND RUN... BUT HE ISN'T!
YOU'VE HAD IT, CHAMELEON! DO YOU THINK I'D TAKE THE RISK OF COMING HERE IF I WASN'T SURE WHO YOU ARE?
THE MAN IS MAD! WHAT'S HE TALKING ABOUT?
HE'S TRYING TO THROW US OFF-GUARD... TO GET AT THE BONDS!
WHY DON'T THE POLICE GET HERE?
I KNOW HE'S HERE... BUT MY SPIDEY-SENSE CAN'T NARROW IT DOWN!
MY TIME'S RUNNING OUT! I'VE GOT TO TAKE A GAMBLE... MAYBE I'LL GUESS RIGHT!
THE ONE NEAREST ME... TRYING TO EDGE AWAY...
HOLD IT, MISTER! I TOLD YOU I WASN'T KIDDING!
HELP! HELP! LET ME GO!
SURE I WILL... SOON AS I SEPARATE YOU FROM YOUR MASK!
IT'S NOT COMING AWAY! IT'S REALLY HIS SKIN!
STOP HIM! STOP HIM! HE'S TRYING TO KILL ME!
14

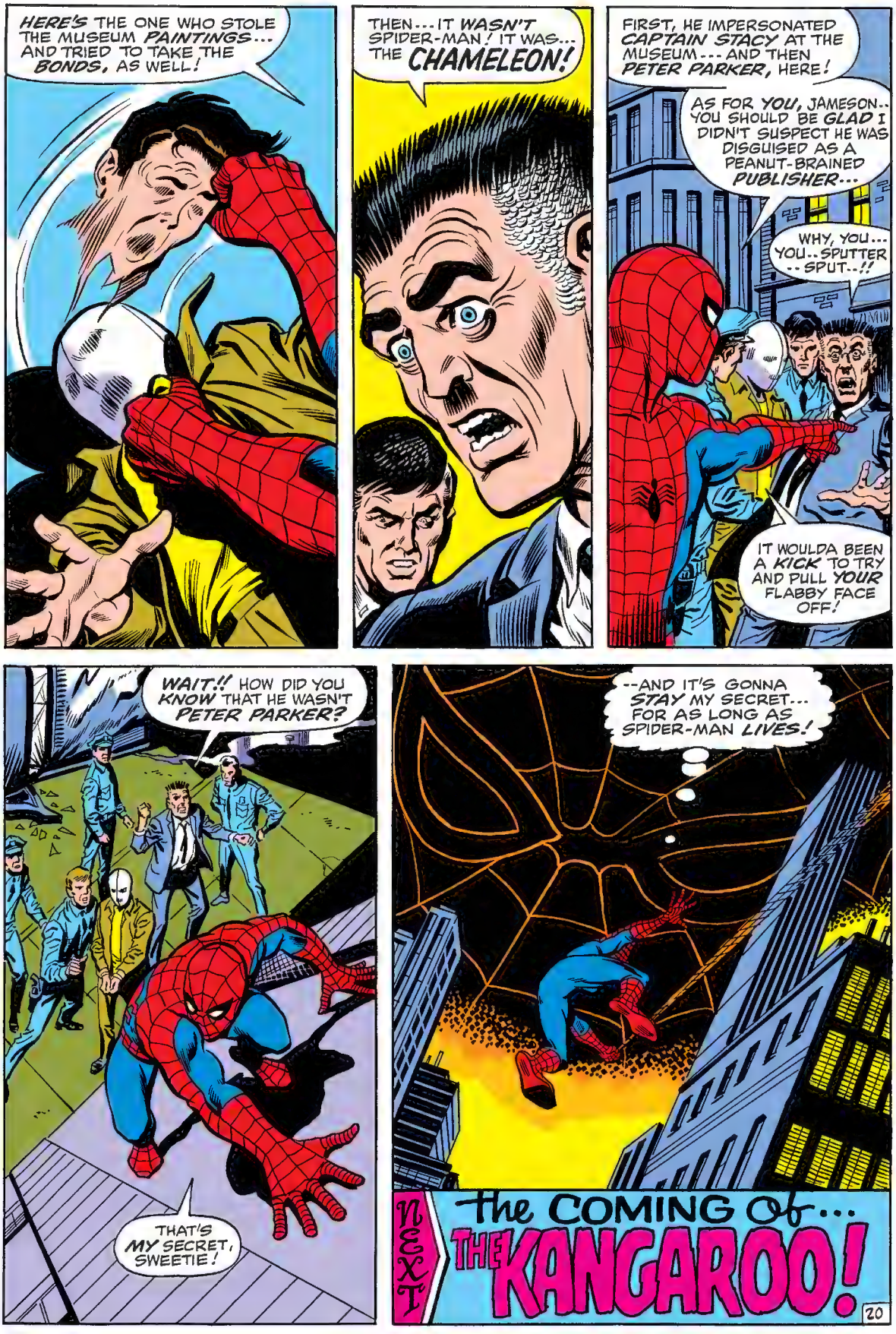
IT'S SPIDER-MAN... WE'VE GOT THE GOODS ON HIM AT LAST!
JAMESON... AND THE POLICE! NOW I'M REALLY IN THE SOUP!
HE WAS TRYING TO MURDER ME!
GOT TO GET AWAY! BEFORE IT'S TOO LATE!
SHOOT HIM, YOU FOOL... SHOOT HIM! YOU MAY NEVER GET ANOTHER CHANCE!
HOW CAN I WITH YOU STANDING IN THE WAY?
DON'T TRY TO BLAME ME FOR LETTING A KILLER GET AWAY! DO YOU KNOW WHO I AM?
I WAS HOPIN' YOU'D ASK...
YER A LOUD-MOUTHED, BEETLE-BRAINED, CHICKEN-LIVERED NINCOMPOOP! AND THAT'S ONLY THE BEGINNIN', FLAT-HEAD!
TO ME YOU SAY THAT? TO ME??
IT'S BEEN A FIASCO SO FAR...
BUT I CAN'T GIVE UP NOW!
15


THE CHAMELEON IS BOUND TO THINK HE'S WON! MAYBE HIS SELF-CONFIDENCE WILL HELP GET HIM OFF-GUARD!
I'VE GOT TO WATCH WHILE THEY LEAVE THE BUILDING!
IF HE SNATCHED THE BONDS... HE'LL PROBABLY TAKE OFF IN A DIFFERENT IDENTITY!
BUT I'M TOO HIGH... HAVE TO GET CLOSER TO THE STREET!
IF ONLY THEY DON'T LOOK UP FOR THE NEXT FEW MINUTES!
THEY'RE STARTING TO LEAVE THE BUILDING NOW!
KEEP EVERYONE BACK! GIVE 'EM ROOM!
NEVER MIND US! WHY HAVEN'T YOU CAUGHT SPIDER-MAN YET?
16


THERE HE IS! I SEE HIM! IT'S THE ONLY ONE HE CAN BE!
HOLD IT, MISTER! I'VE GOT YOU NOW!
LOOK! UP THERE! THE WEBHEAD'S ATTACKING AGAIN!
GET HIM! GET HIM!
CLAM UP, LIVERLIPS! I'VE GOT THE ONE YOU REALLY WANT!
NO! NO! YOU'RE INSANE! HELP! SOMEONE HELP ME!
YOU MADE THE BIGGEST MISTAKE OF YOUR LIFE THIS TIME, CHAMELEON!
YOU CHOSE THE IDENTITY OF THE ONE PERSON I KNEW YOU COULDN'T BE!
I'VE NO MORE USE FOR HIM THAN YOU DO--- BUT YOU CAN'T HIT A KID JUST 'CAUSE HE'S TAKEN SO MANY PICTURES OF YOU!
JAMESON--- KEEP OUT OF THIS! YOU'RE GETTING IN OUR WAY AGAIN!
THAT PINHEAD'S IN EVERYBODY'S WAY!
I DIDN'T WANNA HIT 'IM--- I WANTED TO YANK HIS MASK OFF!
NOW LOOK WHAT YOU MADE ME DO!

STAY BACK! I DON'T WANT ANYONE TO GET HURT!
BUT I CAN'T LET THAT FREAKY FOUL-UP GET AWAY!
PARKER! WHAT ARE YOU DOING?
WADDA YOU THINK, FISH FACE?
THE KID'S GONE CRAZY!
HE'S TOSSING A BOMB!
I TOLD YOU IT WASN'T PETER PARKER!
NOW MAYBE YOU'LL REALIZE WHERE IT'S AT!
THWIPPP!
THERE! MY WEBBING'LL MUFFLE THE BLAST LONG ENOUGH TO MAKE IT HARMLESS!
SPTHOOM!
18

WHERE'S PARKER? WHERE'D HE GO?
GET OUT OF THERE, MAC! I NEED THESE WHEELS MORE THAN YOU!
WHAT'S WITH THIS HEAP? THE MOTOR'S RUNNING...BUT IT WON'T MOVE!
VRROOOMM
VRROOOOM!
ONE THING I ALWAYS TOLD YOU, FALSE FACE ...SOME GUYS DON'T KNOW WHEN TO QUIT!
NOW DON'T BE BASHFUL, BOY! C'MON OUT!
OKAY, THEN...IF YOU WANT A LITTLE HELP..!
QUICK...TAKE HIM... TAKE HIM, BEFORE HE GETS AWAY AGAIN!
RELAX, JAMESON! HE COULD'A SKIPPED ANY TIME HE WANTED TO!
AND NOW FOR THE UNVEILING...


HERE'S THE ONE WHO STOLE THE MUSEUM PAINTINGS... AND TRIED TO TAKE THE BONDS, AS WELL!
THEN... IT WASN'T SPIDER-MAN! IT WAS... THE CHAMELEON!
FIRST, HE IMPERSONATED CAPTAIN STACY AT THE MUSEUM... AND THEN PETER PARKER, HERE!
AS FOR YOU, JAMESON.. YOU SHOULD BE GLAD I DIDN'T SUSPECT HE WAS DISGUISED AS A PEANUT-BRAINED PUBLISHER...
WHY, YOU... YOU.. SPUTTER -- SPUT..!!
IT WOULDA BEEN A KICK TO TRY AND PULL YOUR FLABBY FACE OFF!
WAIT!! HOW DID YOU KNOW THAT HE WASN'T PETER PARKER?
THAT'S MY SECRET, SWEETIE!
--AND IT'S GONNA STAY MY SECRET... FOR AS LONG AS SPIDER-MAN LIVES!
NEXT
The COMING Of... THE KANGAROO!

SPIDER-MAN
15¢
81
FEB
the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
MARVEL COMICS GROUP
THE COMING OF THE KANGAROO!

THE AMAZING SPIDER-MAN!™
THE COMING OF THE KANGAROO!
DON'T LIKE SWINGING THIS CLOSE TO THE CROWDS-- BUT, IF I MOVE FAST ENOUGH, THEY WON'T BE ABLE TO STOP ME!
I'VE GOT TO REACH PENN STATION IN TIME FOR AUNT MAY'S TRAIN!
I KNOW HOW WORRIED SHE'LL BE IF I'M NOT ON HAND WHEN SHE ARRIVES!
THEATRE
STORY, ART, & LETTERING BY:
STAN LEE
JOHN BUSCEMA
JIM MOONEY
JOHN ROMITA
and ARTIE SIMEK

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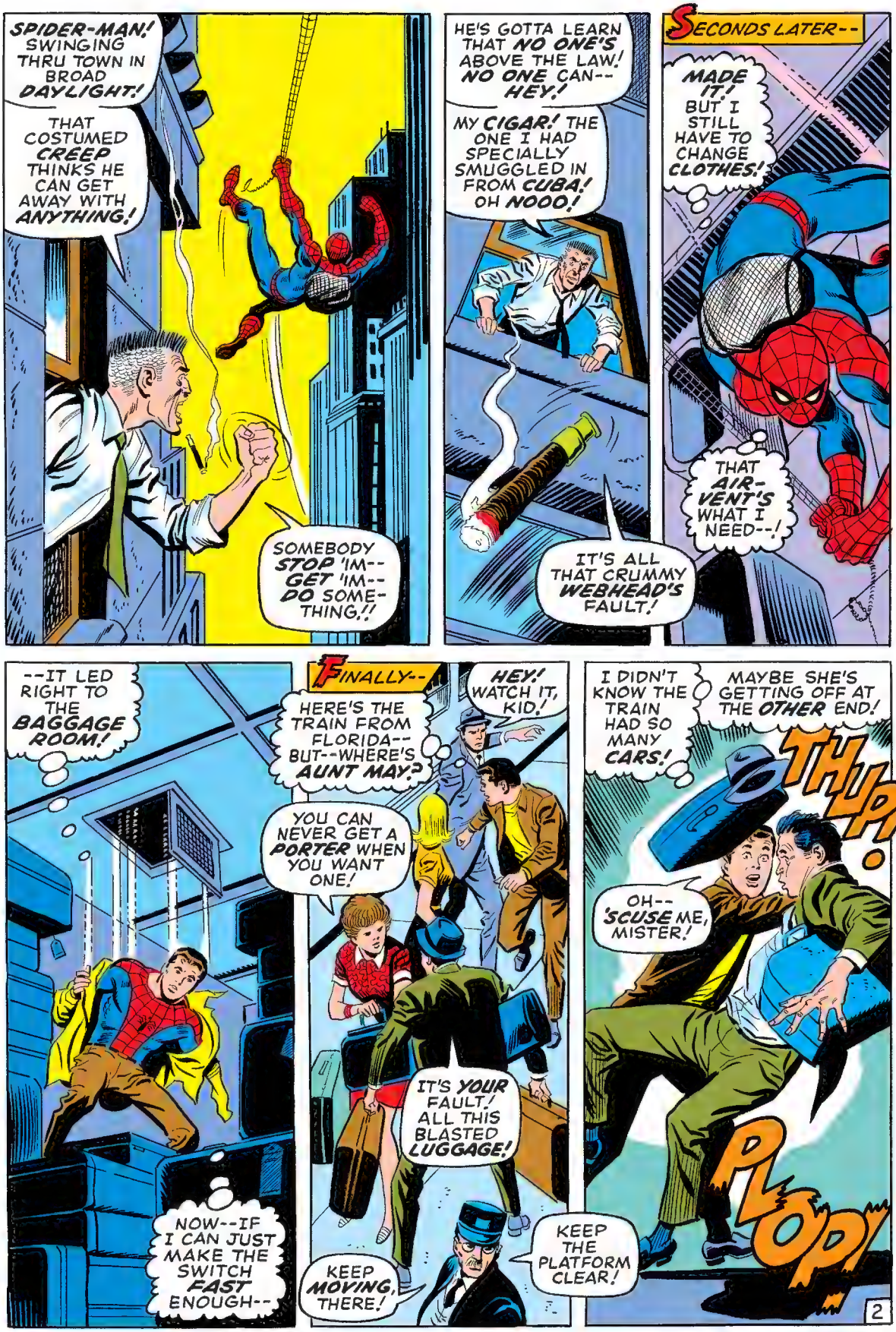
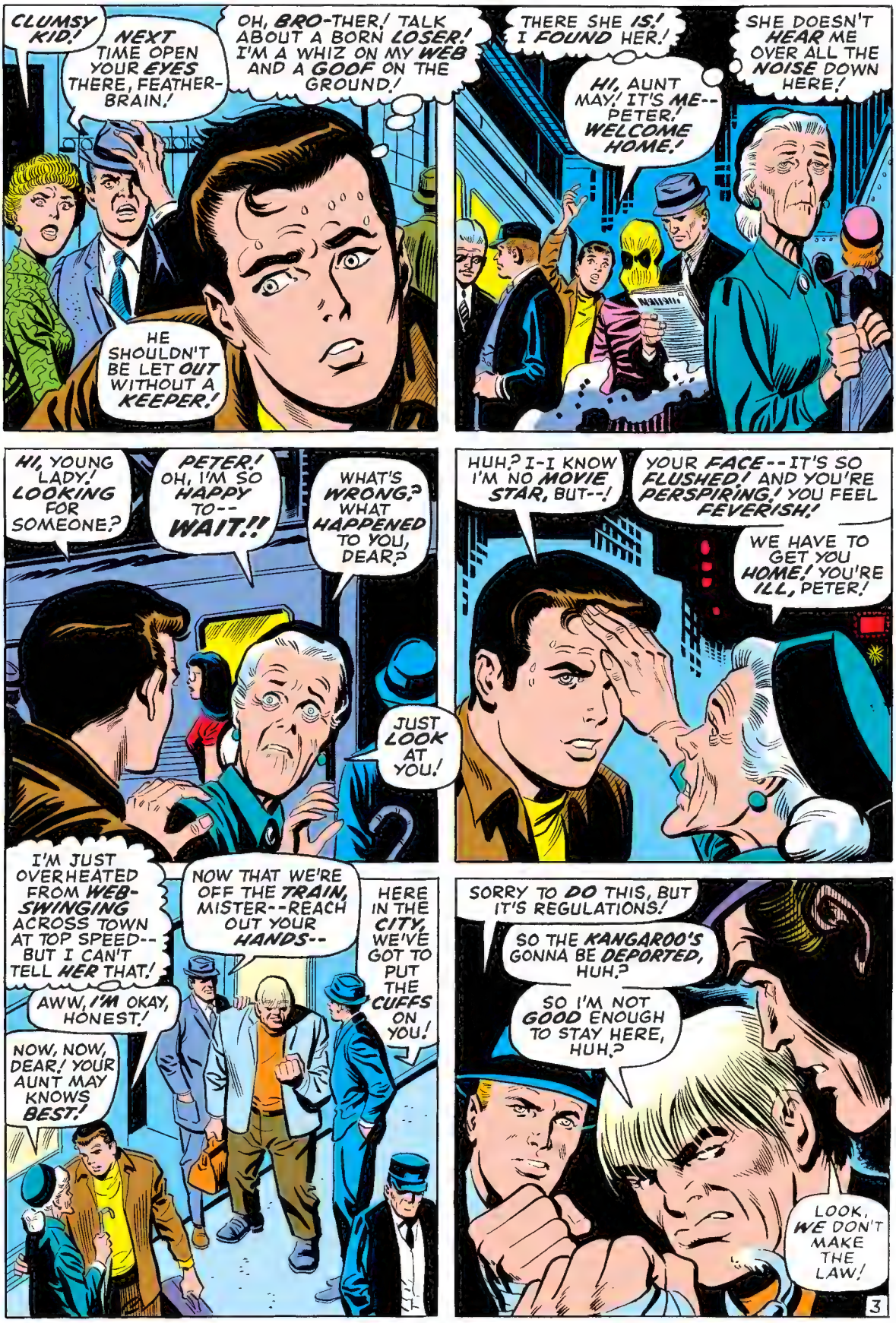
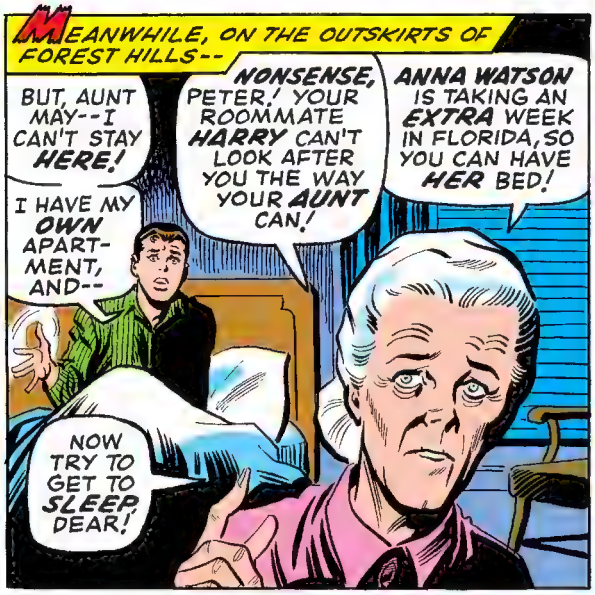

SPIDER-MAN! SWINGING THRU TOWN IN BROAD DAYLIGHT!
THAT COSTUMED CREEP THINKS HE CAN GET AWAY WITH ANYTHING!
SOMEBODY STOP 'IM-- GET 'IM-- DO SOME-THING!!
HE'S GOTTA LEARN THAT NO ONE'S ABOVE THE LAW! NO ONE CAN-- HEY!
MY CIGAR! THE ONE I HAD SPECIALLY SMUGGLED IN FROM CUBA! OH NOOO!
IT'S ALL THAT CRUMMY WEBHEAD'S FAULT!
SECONDS LATER--
MADE IT! BUT I STILL HAVE TO CHANGE CLOTHES!
THAT AIR-VENT'S WHAT I NEED--!
--IT LED RIGHT TO THE BAGGAGE ROOM!
NOW--IF I CAN JUST MAKE THE SWITCH FAST ENOUGH--
FINALLY--
HERE'S THE TRAIN FROM FLORIDA-- BUT--WHERE'S AUNT MAY?
HEY! WATCH IT, KID!
YOU CAN NEVER GET A PORTER WHEN YOU WANT ONE!
IT'S YOUR FAULT! ALL THIS BLASTED LUGGAGE!
KEEP MOVING, THERE!
KEEP THE PLATFORM CLEAR!
I DIDN'T KNOW THE TRAIN HAD SO MANY CARS!
MAYBE SHE'S GETTING OFF AT THE OTHER END!
THUP!
OH-- 'SCUSE ME, MISTER!
PLOP!
2

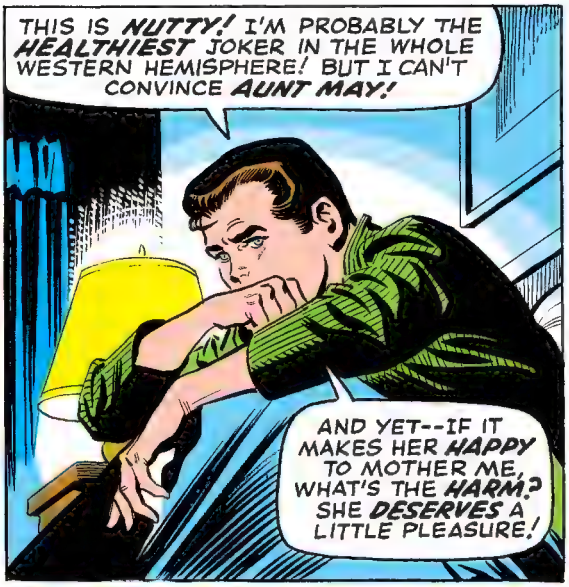

CLUMSY KID!
NEXT TIME OPEN YOUR EYES THERE, FEATHER-BRAIN!
OH, BRO-THER! TALK ABOUT A BORN LOSER! I'M A WHIZ ON MY WEB AND A GOOF ON THE GROUND!
HE SHOULDN'T BE LET OUT WITHOUT A KEEPER!
THERE SHE IS! I FOUND HER!
SHE DOESN'T HEAR ME OVER ALL THE NOISE DOWN HERE!
HI, AUNT MAY! IT'S ME--PETER! WELCOME HOME!
HI, YOUNG LADY! LOOKING FOR SOMEONE?
PETER! OH, I'M SO HAPPY TO--
WAIT!!
WHAT'S WRONG? WHAT HAPPENED TO YOU, DEAR?
JUST LOOK AT YOU!
HUH? I-I KNOW I'M NO MOVIE STAR, BUT--!
YOUR FACE--IT'S SO FLUSHED! AND YOU'RE PERSPIRING! YOU FEEL FEVERISH!
WE HAVE TO GET YOU HOME! YOU'RE ILL, PETER!
I'M JUST OVERHEATED FROM WEB-SWINGING ACROSS TOWN AT TOP SPEED--BUT I CAN'T TELL HER THAT!
AWW, I'M OKAY, HONEST!
NOW, NOW, DEAR! YOUR AUNT MAY KNOWS BEST!
NOW THAT WE'RE OFF THE TRAIN, MISTER--REACH OUT YOUR HANDS--
HERE IN THE CITY, WE'VE GOT TO PUT THE CUFFS ON YOU!
SORRY TO DO THIS, BUT IT'S REGULATIONS!
SO THE KANGAROO'S GONNA BE DEPORTED, HUH?
SO I'M NOT GOOD ENOUGH TO STAY HERE, HUH?
LOOK, WE DON'T MAKE THE LAW!
3

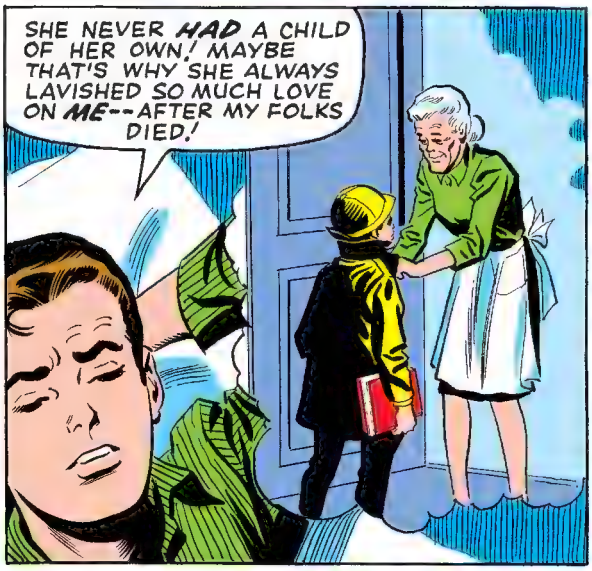
I DON'T CARE WHO MAKES THE LAW!
NO ONE'S PUSHING ME AROUND AGAIN!
YOU FOOL! YOU'LL NEVER GET AWAY WITH THIS!
NO? JUST TRY'N STOP ME!
GET 'IM, CHARLIE! DON'T LET THE KANGAROO GET LOOSE!
HE'S GOT TOO BIG A START! CAN'T CHANCE FIRING--IN ALL THIS CROWD!
QUICKLY, PETER! YOU MUST COME AWAY FROM HERE!
THEY SHOULD BE ASHAMED OF THEMSELVES--FRIGHTENING LAW-ABIDING PEOPLE LIKE THAT!
SPIDER-MAN COULD PROBABLY NAIL THAT CHARACTER-- BUT NOT WHILE AUNT MAY IS HERE!
HEY! SO THAT'S WHY THEY CALL HIM KANGAROO!
CROWDS CAN'T STOP A MAN WHO CAN LEAP RIGHT OVER THEIR HEADS!
AND NOW THAT I'M FREE--
NO ONE'S EVER MAKING A FALL GUY OF THE KANGAROO AGAIN!
4

NO COUNTRY WANTS ME! THEY ALL TRY TO KEEP ME OUT!
I'VE GOT A RIGHT TO LIVE-- JUST LIKE ANYONE ELSE!
BUT, THEY CAN'T! I WON'T LET THEM!
IT'S NOT MY FAULT I'M STRONGER THAN THEY ARE--NOT MY FAULT I CAN JUMP AND LEAP LIKE NOBODY ELSE!
MAYBE THERE WAS SOMETHING IN THE AIR I BREATHED-- THE WATER I DRANK-- BACK IN AUSTRALIA!
"I REMEMBER HOW I'D SPEND MY VACATIONS-- STUDYING KANGAROOS--"
THE WAY THEY RUN-- AND JUMP --IF ONLY A MAN COULD LEARN!
"I LIVED IN KANGAROO COUNTRY--EATING WHAT THEY ATE--GOING WHERE THEY WENT--WORKING --TRAINING--"
I CAN KEEP UP WITH ANY OF THEM!
"MY POWER DIDN'T COME EASY! I WORKED FOR IT! I EARNED IT! AND THEN, AT LAST-- I DECIDED TO CASH IN ON IT--"
--AND IN THIS CORNER--THE KANGAROO!
"BUT, I WAS STRONGER --FASTER--FAR MORE DANGEROUS THAN I THOUGHT--!"
HE WON'T HAVE A CHANCE TO THROW A PUNCH!
SPIN!

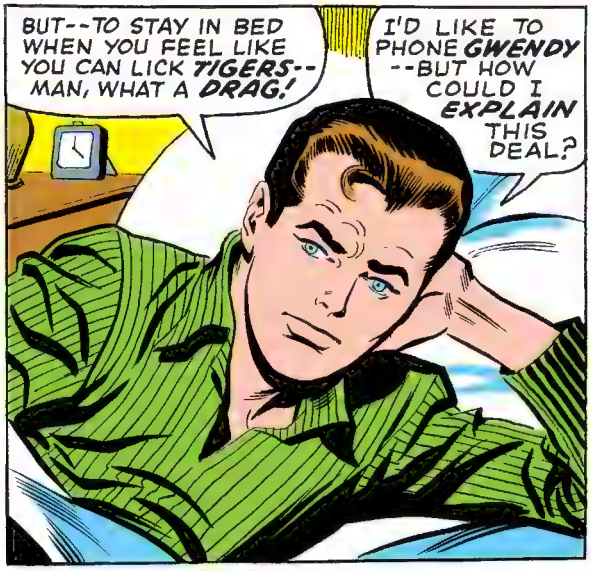
GET BACK! THIS MAN IS HURT!
IF HE DOESN'T RECOVER--I'M PREFERRING CHARGES AGAINST YOU!
YOU'RE NOT A FIGHTER --YOU'RE A BEAST--A KILLER!
NO!
I DIDN'T MEAN FOR THIS TO HAPPEN! BUT, NOBODY'S PINNING THE BLAME ON ME!
HAVE TO GET AWAY! HAVE TO LEAVE THE COUNTRY--WHERE THEY WON'T TRACE ME!
"I MANAGED TO STOW AWAY--MANAGED TO REACH AMERICA--BUT THEY FOUND ME, WITH NO PASSPORT--!"
SORRY, MISTER! WE'VE GOT TO DEPORT YOU--BACK TO AUSTRALIA!
WE'LL HOP A TRAIN! YOU'LL DEBARK FROM NEW YORK!
BUT NOW I'M FREE AGAIN--AND I'M STAYING THAT WAY!
IF MY POWER HAS MADE ME A CRIMINAL--I WON'T FIGHT IT!
I'LL GIVE THEM REASON TO REALLY FEAR--THE KANGAROO!
6


MEANWHILE, ON THE OUTSKIRTS OF FOREST HILLS--
BUT, AUNT MAY--I CAN'T STAY HERE!
I HAVE MY OWN APARTMENT, AND--
NONSENSE, PETER! YOUR ROOMMATE HARRY CAN'T LOOK AFTER YOU THE WAY YOUR AUNT CAN!
ANNA WATSON IS TAKING AN EXTRA WEEK IN FLORIDA, SO YOU CAN HAVE HER BED!
NOW TRY TO GET TO SLEEP, DEAR!

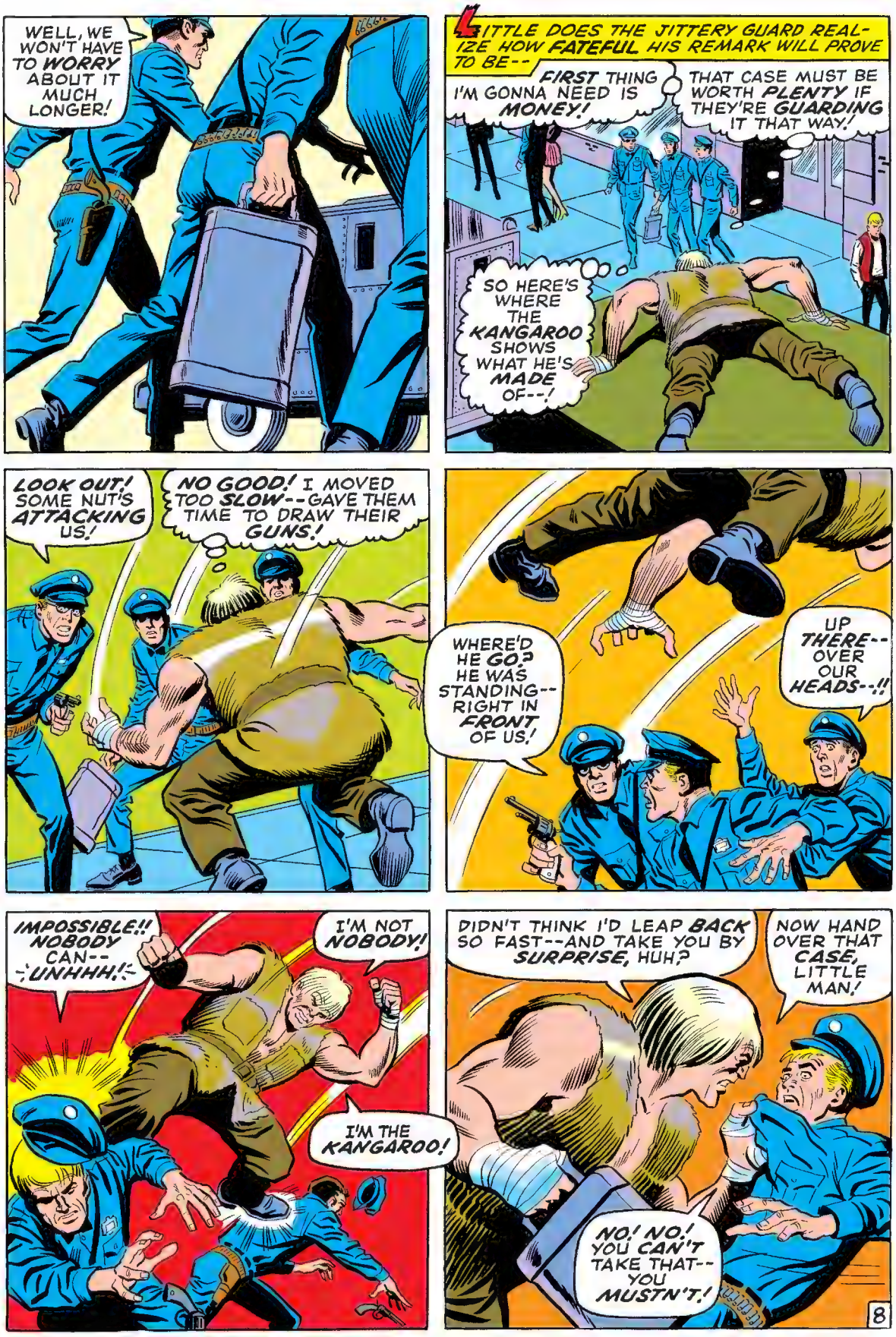

THIS IS NUTTY! I'M PROBABLY THE HEALTHIEST JOKER IN THE WHOLE WESTERN HEMISPHERE! BUT I CAN'T CONVINCE AUNT MAY!
AND YET--IF IT MAKES HER HAPPY TO MOTHER ME, WHAT'S THE HARM? SHE DESERVES A LITTLE PLEASURE!


SHE NEVER HAD A CHILD OF HER OWN! MAYBE THAT'S WHY SHE ALWAYS LAVISHED SO MUCH LOVE ON ME--AFTER MY FOLKS DIED!

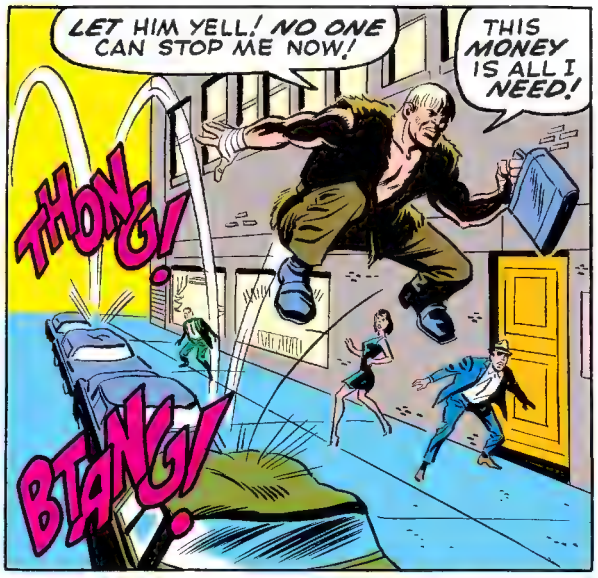
"BUT SHE HERSELF--HAS BEEN SO FRAIL--SO DANGEROUSLY ILL THESE PAST MONTHS--"
"--THAT THE LEAST I CAN DO IS HUMOR HER NOW--ANYTHING, TO KEEP HER FROM WORRYING!"


BUT--TO STAY IN BED WHEN YOU FEEL LIKE YOU CAN LICK TIGERS--MAN, WHAT A DRAG!
I'D LIKE TO PHONE GWENDY --BUT HOW COULD I EXPLAIN THIS DEAL?

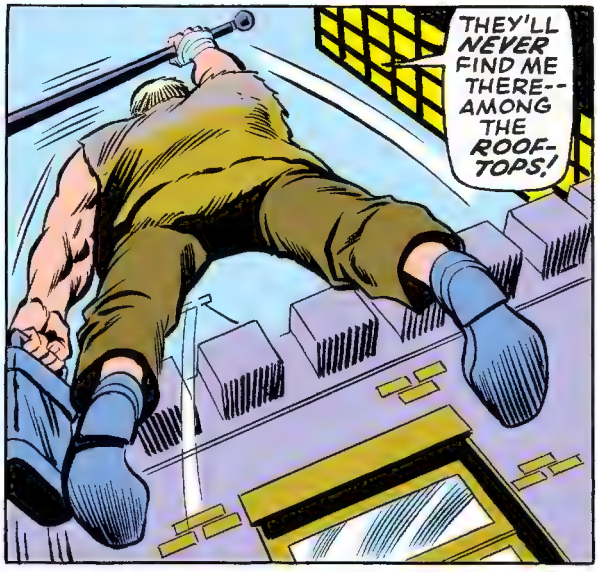
HOWEVER, PETE IS DESTINED TO SPEND LESS TIME IN BED THAN HE EXPECTS! FOR, AT THAT VERY MOMENT--
WHEW! I'LL BE GLAD WHEN THIS JOB'S DONE!
YEAH! IT'S SCARY BEIN' A NURSEMAID TO A JAR OF DEADLY, LIVE BACTERIA!

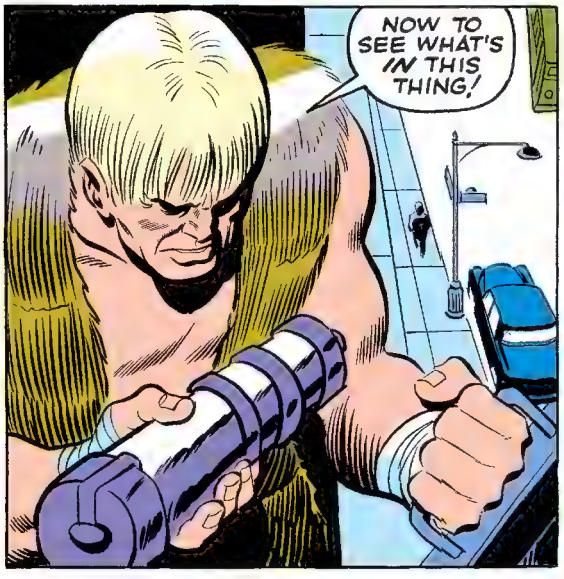

WELL, WE WON'T HAVE TO WORRY ABOUT IT MUCH LONGER!
LITTLE DOES THE JITTERY GUARD REALIZE HOW FATEFUL HIS REMARK WILL PROVE TO BE--
FIRST THING I'M GONNA NEED IS MONEY!
THAT CASE MUST BE WORTH PLENTY IF THEY'RE GUARDING IT THAT WAY!
SO HERE'S WHERE THE KANGAROO SHOWS WHAT HE'S MADE OF--!
LOOK OUT! SOME NUT'S ATTACKING US!
NO GOOD! I MOVED TOO SLOW--GAVE THEM TIME TO DRAW THEIR GUNS!
WHERE'D HE GO? HE WAS STANDING--RIGHT IN FRONT OF US!
UP THERE--OVER OUR HEADS--!!
IMPOSSIBLE!! NOBODY CAN--
-UNHHH!-
I'M NOT NOBODY!
I'M THE KANGAROO!
DIDN'T THINK I'D LEAP BACK SO FAST--AND TAKE YOU BY SURPRISE, HUH?
NOW HAND OVER THAT CASE, LITTLE MAN!
NO! NO! YOU CAN'T TAKE THAT--YOU MUSTN'T!
8

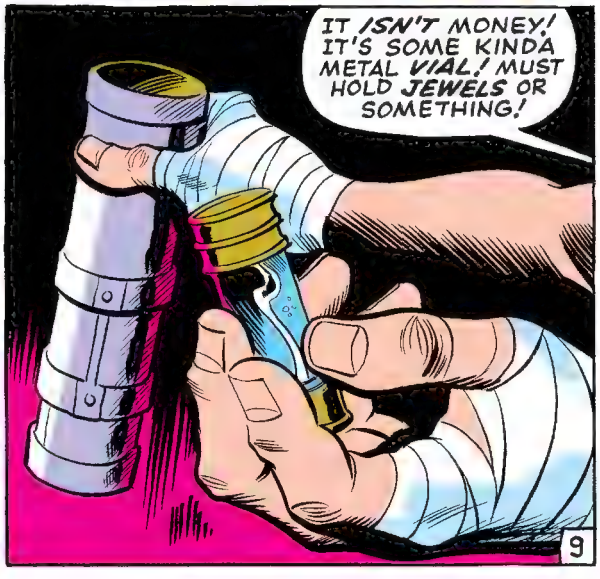
NO? THEN TRY'N STOP ME!
WAIT! WAIT! YOU DON'T UNDERSTAND--!
COME BACK, YOU FOOL! COME BACK!

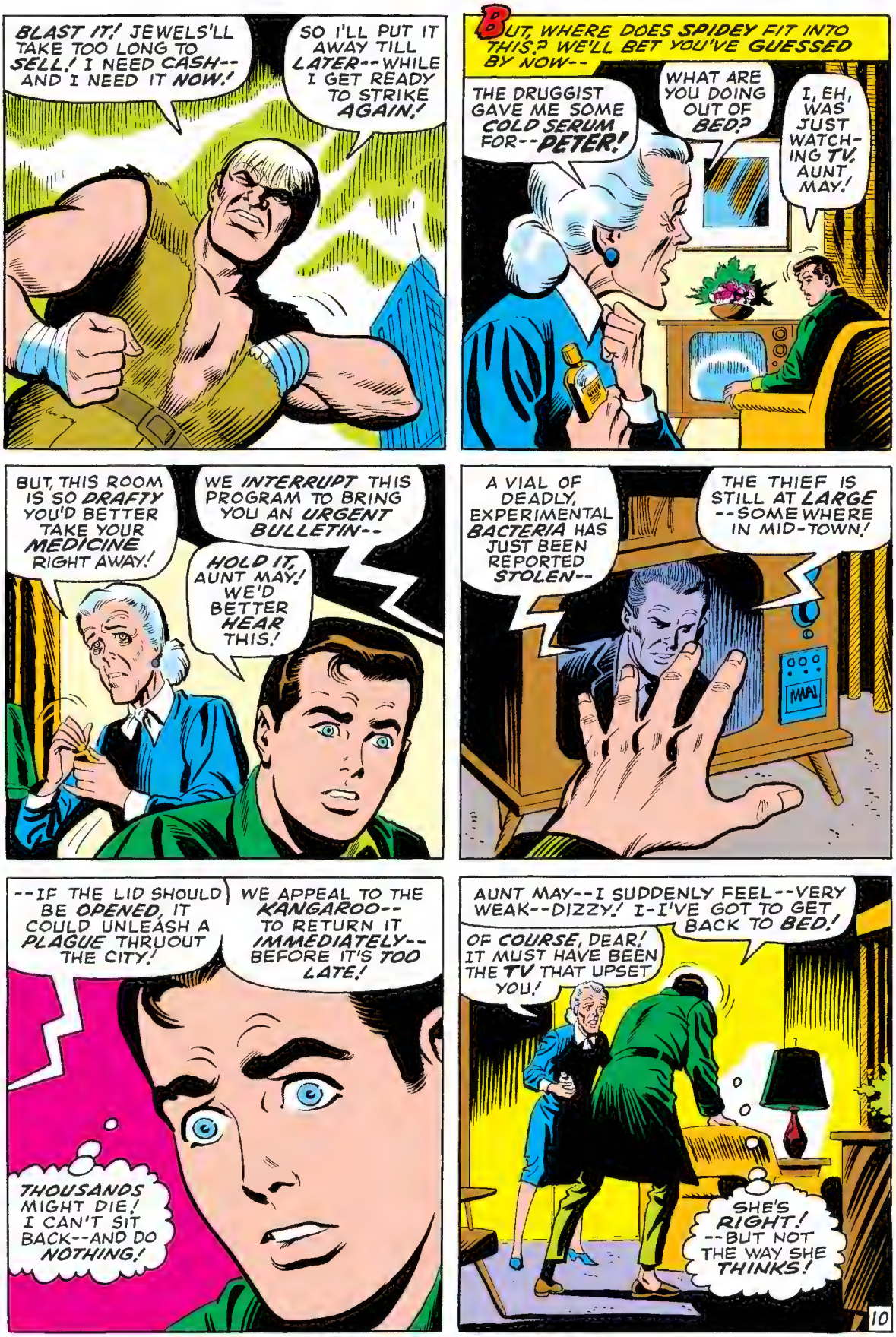

LET HIM YELL! NO ONE CAN STOP ME NOW!
THIS MONEY IS ALL I NEED!
THONG!
BTANG!

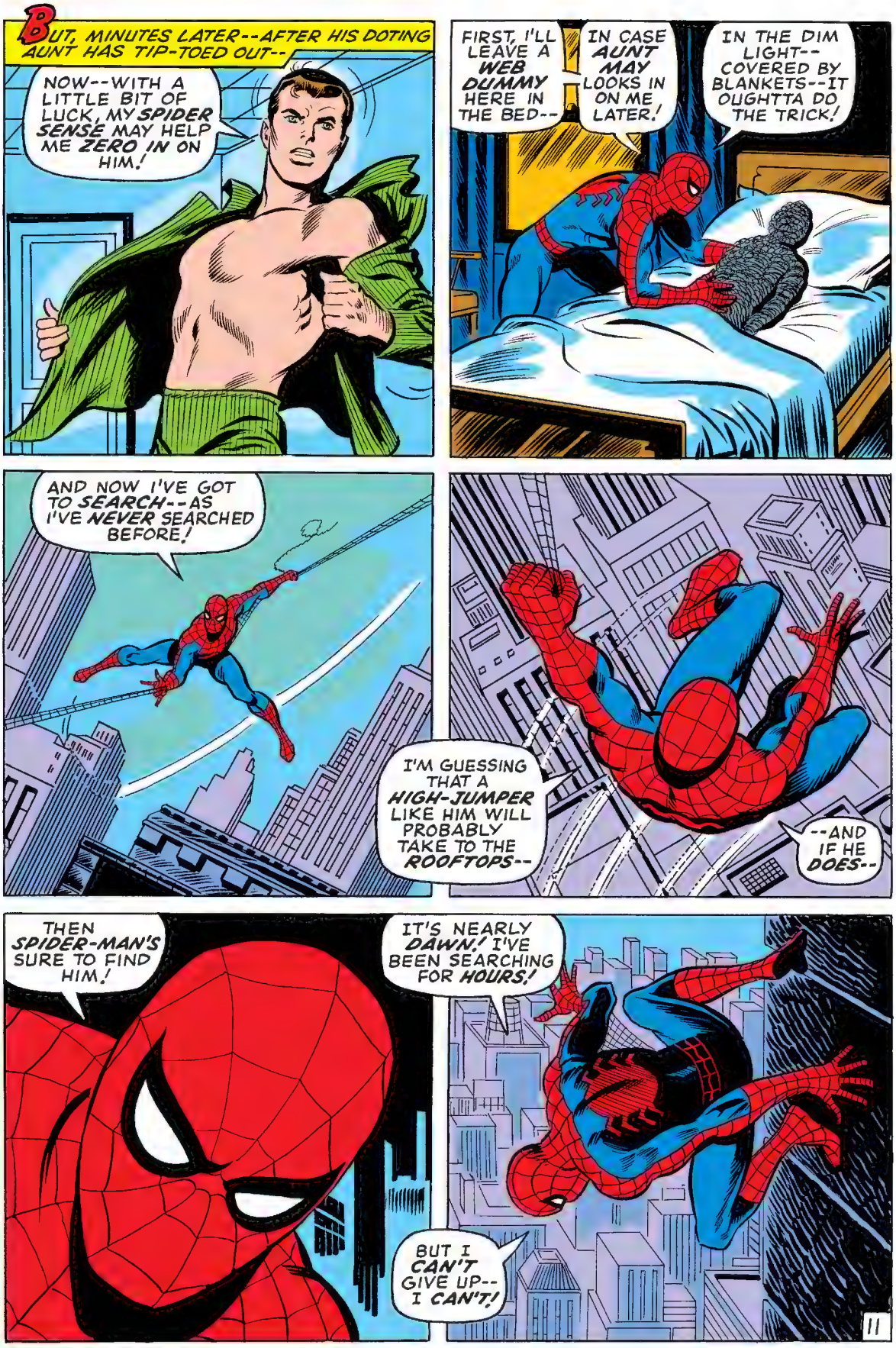
BUT I BETTER GET OFF THE STREETS--
--BEFORE THEY CAN TRACK ME DOWN!

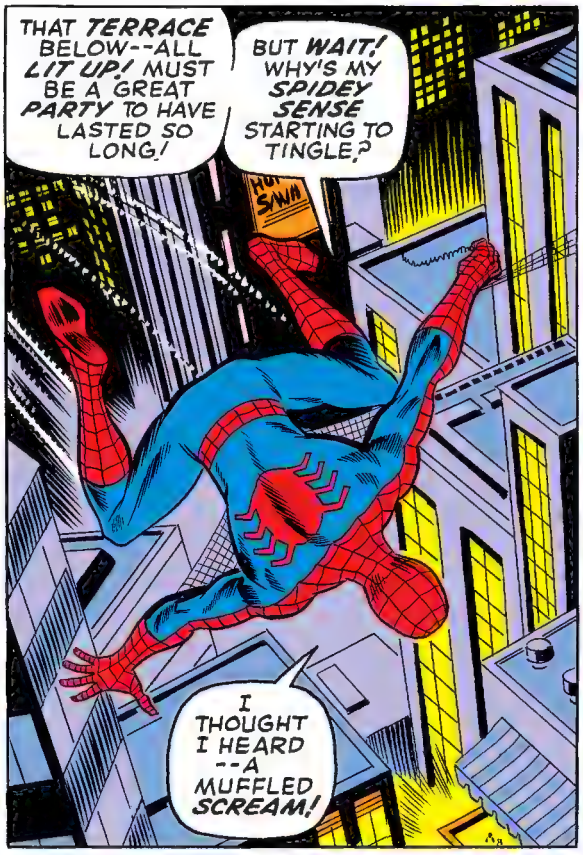

THEY'LL NEVER FIND ME THERE-- AMONG THE ROOF-TOPS!


NOW TO SEE WHAT'S IN THIS THING!

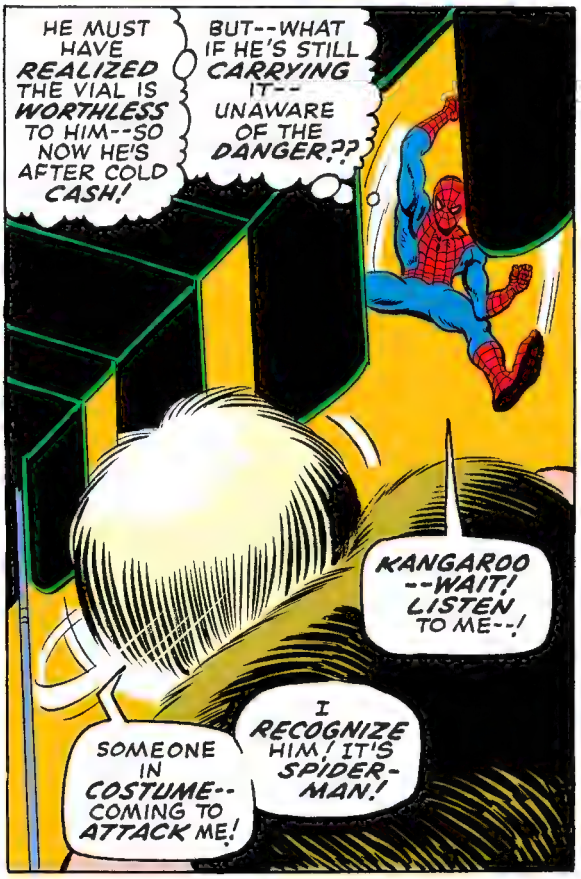

IT ISN'T MONEY! IT'S SOME KINDA METAL VIAL! MUST HOLD JEWELS OR SOMETHING!

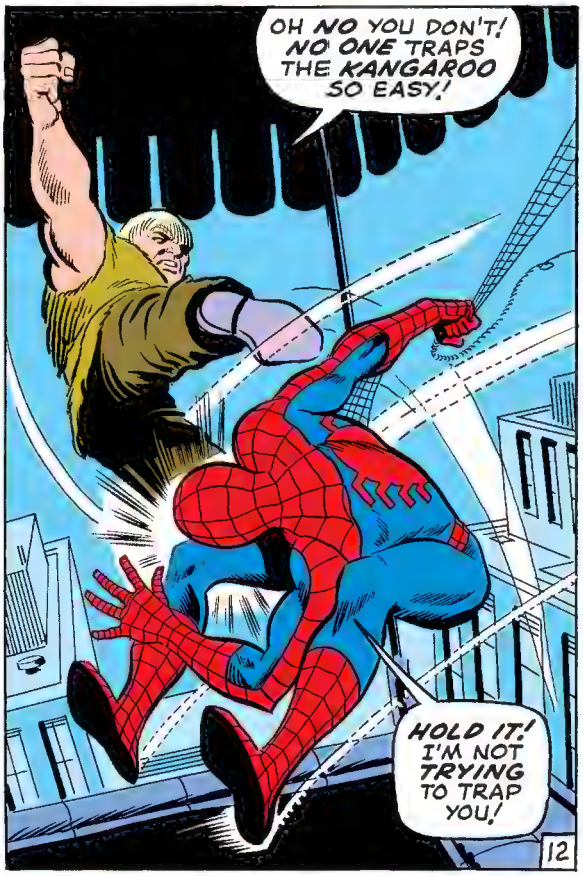

BLAST IT! JEWELS'LL TAKE TOO LONG TO SELL! I NEED CASH--AND I NEED IT NOW!
SO I'LL PUT IT AWAY TILL LATER--WHILE I GET READY TO STRIKE AGAIN!
BUT, WHERE DOES SPIDEY FIT INTO THIS? WE'LL BET YOU'VE GUESSED BY NOW--
THE DRUGGIST GAVE ME SOME COLD SERUM FOR--PETER!
WHAT ARE YOU DOING OUT OF BED?
I, EH, WAS JUST WATCHING TV, AUNT MAY!
BUT, THIS ROOM IS SO DRAFTY YOU'D BETTER TAKE YOUR MEDICINE RIGHT AWAY!
WE INTERRUPT THIS PROGRAM TO BRING YOU AN URGENT BULLETIN--
HOLD IT, AUNT MAY! WE'D BETTER HEAR THIS!
A VIAL OF DEADLY, EXPERIMENTAL BACTERIA HAS JUST BEEN REPORTED STOLEN--
THE THIEF IS STILL AT LARGE --SOMEWHERE IN MID-TOWN!
--IF THE LID SHOULD BE OPENED, IT COULD UNLEASH A PLAGUE THRUOUT THE CITY!
WE APPEAL TO THE KANGAROO--TO RETURN IT IMMEDIATELY--BEFORE IT'S TOO LATE!
THOUSANDS MIGHT DIE! I CAN'T SIT BACK--AND DO NOTHING!
AUNT MAY--I SUDDENLY FEEL--VERY WEAK--DIZZY! I-I'VE GOT TO GET BACK TO BED!
OF COURSE, DEAR! IT MUST HAVE BEEN THE TV THAT UPSET YOU!
SHE'S RIGHT! --BUT NOT THE WAY SHE THINKS!


BUT, MINUTES LATER--AFTER HIS DOTING AUNT HAS TIP-TOED OUT--
NOW--WITH A LITTLE BIT OF LUCK, MY SPIDER SENSE MAY HELP ME ZERO IN ON HIM!
FIRST, I'LL LEAVE A WEB DUMMY HERE IN THE BED--
IN CASE AUNT MAY LOOKS IN ON ME LATER!
IN THE DIM LIGHT--COVERED BY BLANKETS--IT OUGHTTA DO THE TRICK!
AND NOW I'VE GOT TO SEARCH--AS I'VE NEVER SEARCHED BEFORE!
I'M GUESSING THAT A HIGH-JUMPER LIKE HIM WILL PROBABLY TAKE TO THE ROOFTOPS--
--AND IF HE DOES--
THEN SPIDER-MAN'S SURE TO FIND HIM!
IT'S NEARLY DAWN! I'VE BEEN SEARCHING FOR HOURS!
BUT I CAN'T GIVE UP--I CAN'T!

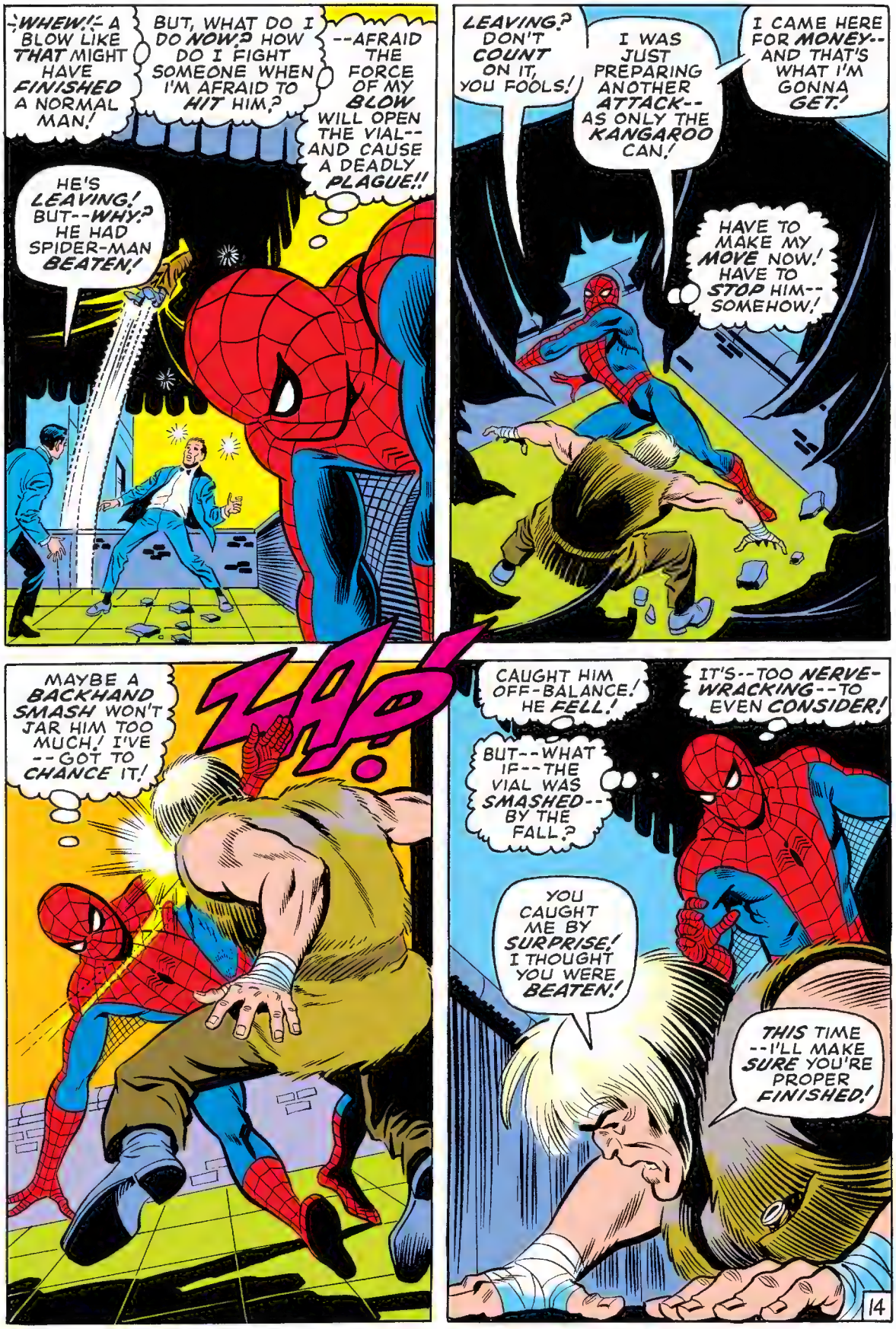

THAT TERRACE BELOW--ALL LIT UP! MUST BE A GREAT PARTY TO HAVE LASTED SO LONG!
BUT WAIT! WHY'S MY SPIDEY SENSE STARTING TO TINGLE?
I THOUGHT I HEARD --A MUFFLED SCREAM!

I HIT PAY DIRT! IT'S HIM!
I'VE FOUND THE KANGAROO!
DON'T ANYBODY MOVE! I WANT YOUR CASH-- AND I WANT ALL OF IT! HAND IT OVER-- NOW--WHILE YOU STILL CAN!
DO AS HE SAYS! GIVE HIM-- WHAT HE WANTS!

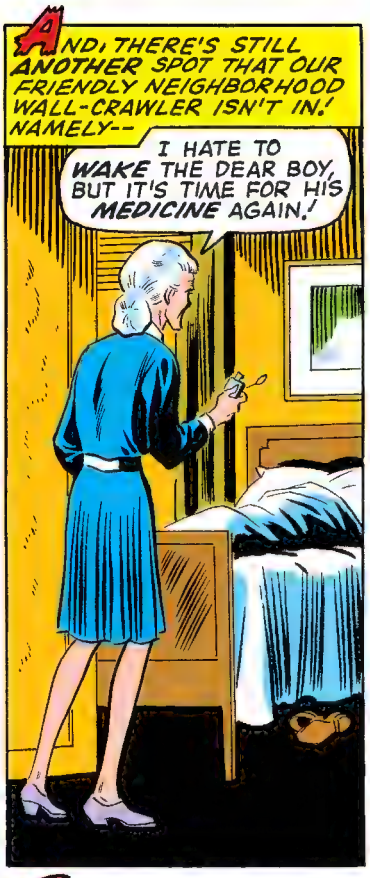

HE MUST HAVE REALIZED THE VIAL IS WORTHLESS TO HIM--SO NOW HE'S AFTER COLD CASH!
BUT--WHAT IF HE'S STILL CARRYING IT-- UNAWARE OF THE DANGER??
KANGAROO --WAIT! LISTEN TO ME--!
I RECOGNIZE HIM! IT'S SPIDER-MAN!
SOMEONE IN COSTUME-- COMING TO ATTACK ME!

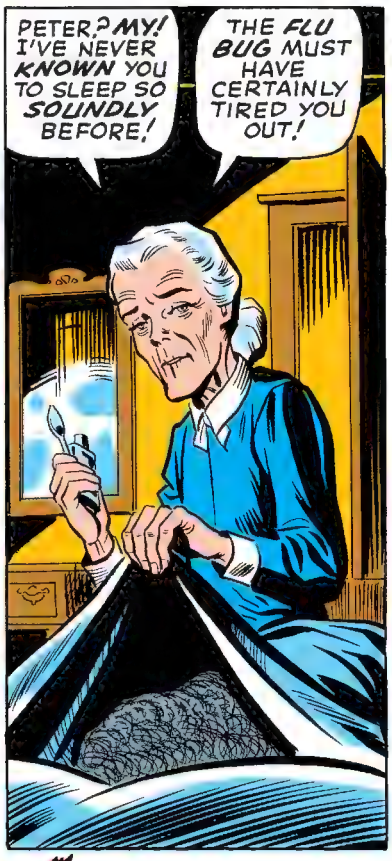

OH NO YOU DON'T! NO ONE TRAPS THE KANGAROO SO EASY!
HOLD IT! I'M NOT TRYING TO TRAP YOU!

YOU THINK I WAS BORN YESTERDAY?
NO ONE'S CHEATING ME OUT OF THIS HAUL!
HOW CAN I REASON WITH HIM? HE WON'T LISTEN!
NOW WATCH HOW A KANGAROO CAN SQUASH A SKINNY SPIDER--!
HE'S CARRYING THE VIAL-- I CAN SEE IT!
UMMMPFF! YOU--MOVED FASTER--THAN I FIGURED!
BUT NEXT TIME I'LL NAIL YOU!
HE'S WIDE OPEN FOR A FAST RIGHT-- BUT I DON'T DARE!
MY BLOW MIGHT LOOSEN THE VIAL! CAN'T CHANCE IT!
KANGAROO-- LISTEN TO ME! I HAVE TO WARN YOU ABOUT SOMETHING--!
SAVE YOUR BREATH, YANK! I'M THRU LISTENING --TO ANYONE!
THEY CALLED ME A FREAK --MADE ME A CRIMINAL!
THAT'S HOW THEY WANT IT--IT'S HOW IT'LL BE!
I--HESITATED TOO LONG! --NO TIME-- TO DODGE HIS BLOW--!

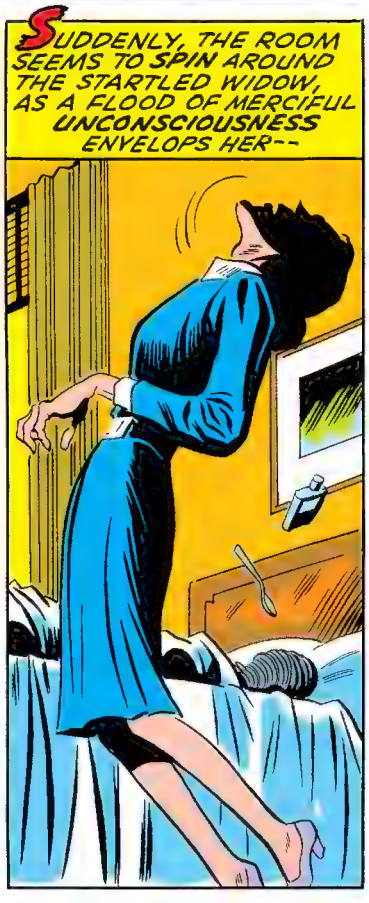

WHEW!-- A BLOW LIKE THAT MIGHT HAVE FINISHED A NORMAL MAN!
BUT, WHAT DO I DO NOW? HOW DO I FIGHT SOMEONE WHEN I'M AFRAID TO HIT HIM?
--AFRAID THE FORCE OF MY BLOW WILL OPEN THE VIAL-- AND CAUSE A DEADLY PLAGUE!!
HE'S LEAVING! BUT--WHY? HE HAD SPIDER-MAN BEATEN!
LEAVING? DON'T COUNT ON IT, YOU FOOLS!
I WAS JUST PREPARING ANOTHER ATTACK-- AS ONLY THE KANGAROO CAN!
I CAME HERE FOR MONEY-- AND THAT'S WHAT I'M GONNA GET!
HAVE TO MAKE MY MOVE NOW! HAVE TO STOP HIM-- SOMEHOW!
MAYBE A BACKHAND SMASH WON'T JAR HIM TOO MUCH! I'VE --GOT TO CHANCE IT!
KA-POW!
CAUGHT HIM OFF-BALANCE! HE FELL!
IT'S--TOO NERVE-WRACKING--TO EVEN CONSIDER!
BUT--WHAT IF--THE VIAL WAS SMASHED-- BY THE FALL?
YOU CAUGHT ME BY SURPRISE! I THOUGHT YOU WERE BEATEN!
THIS TIME --I'LL MAKE SURE YOU'RE PROPER FINISHED!
14

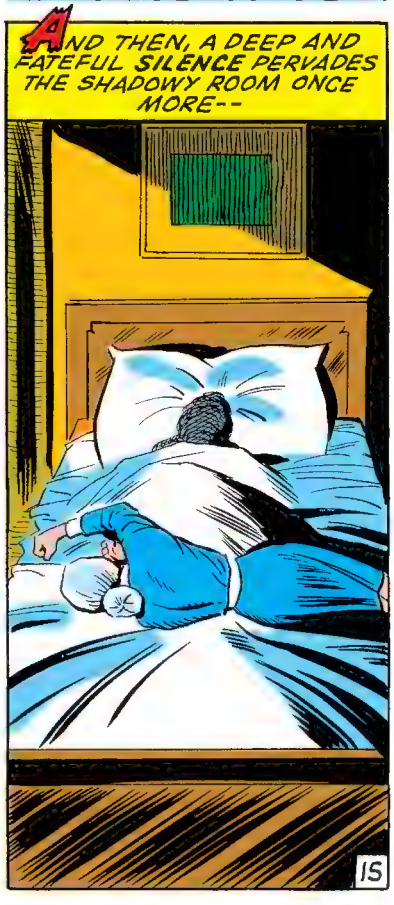
THE VIAL--I CAN SEE IT! THE VIBRATION LOOSENED IT--BUT IT'S STILL INTACT!
BUT--IF HE MAKES ANY SUDDEN MOVES--THEN ANYTHING CAN HAPPEN!
AND YET--HOW AM I GOING TO STOP HIM??
I'VE NEVER BEEN IN A SPOT LIKE THIS!

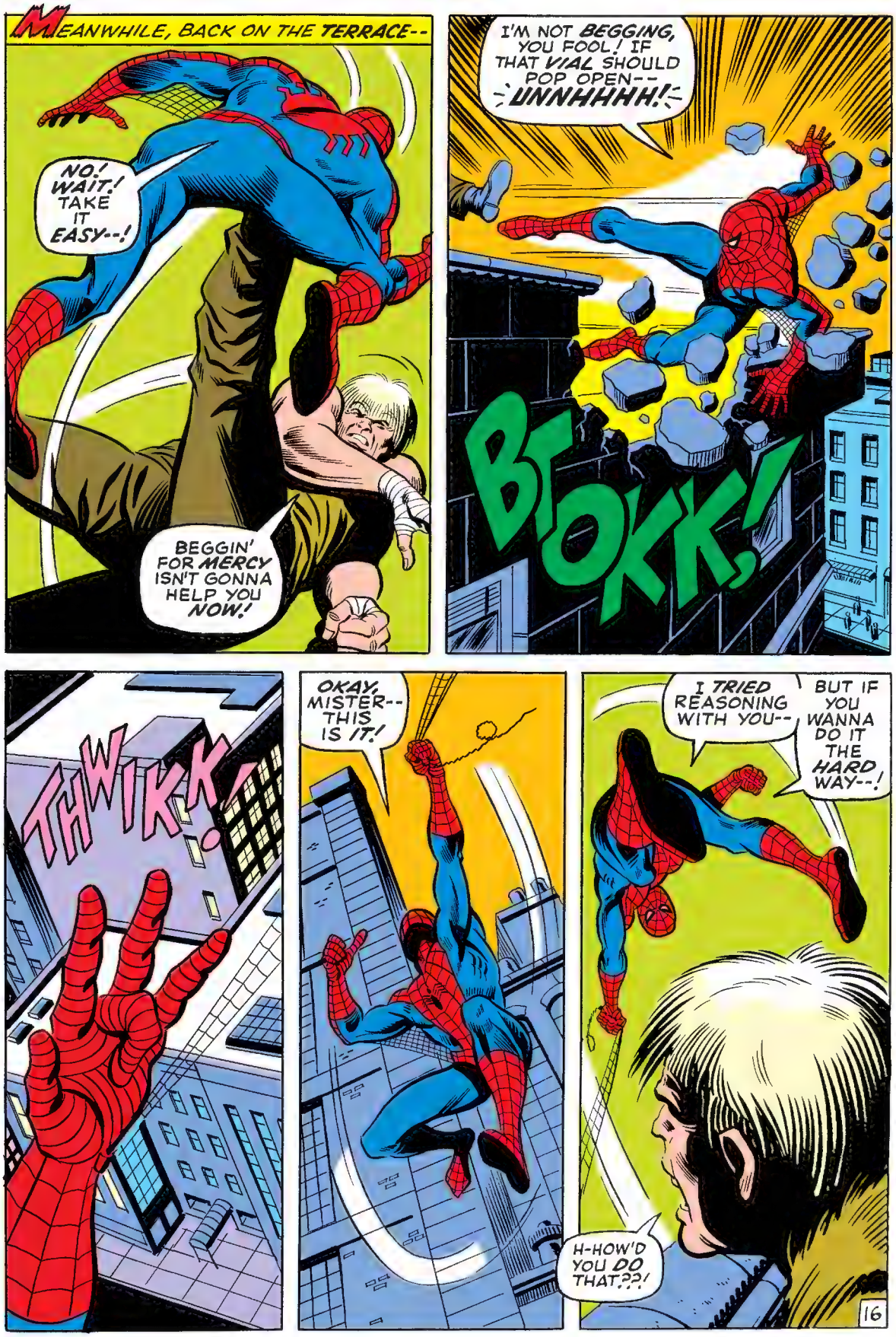

AND, THERE'S STILL ANOTHER SPOT THAT OUR FRIENDLY NEIGHBORHOOD WALL-CRAWLER ISN'T IN! NAMELY--
I HATE TO WAKE THE DEAR BOY, BUT IT'S TIME FOR HIS MEDICINE AGAIN!

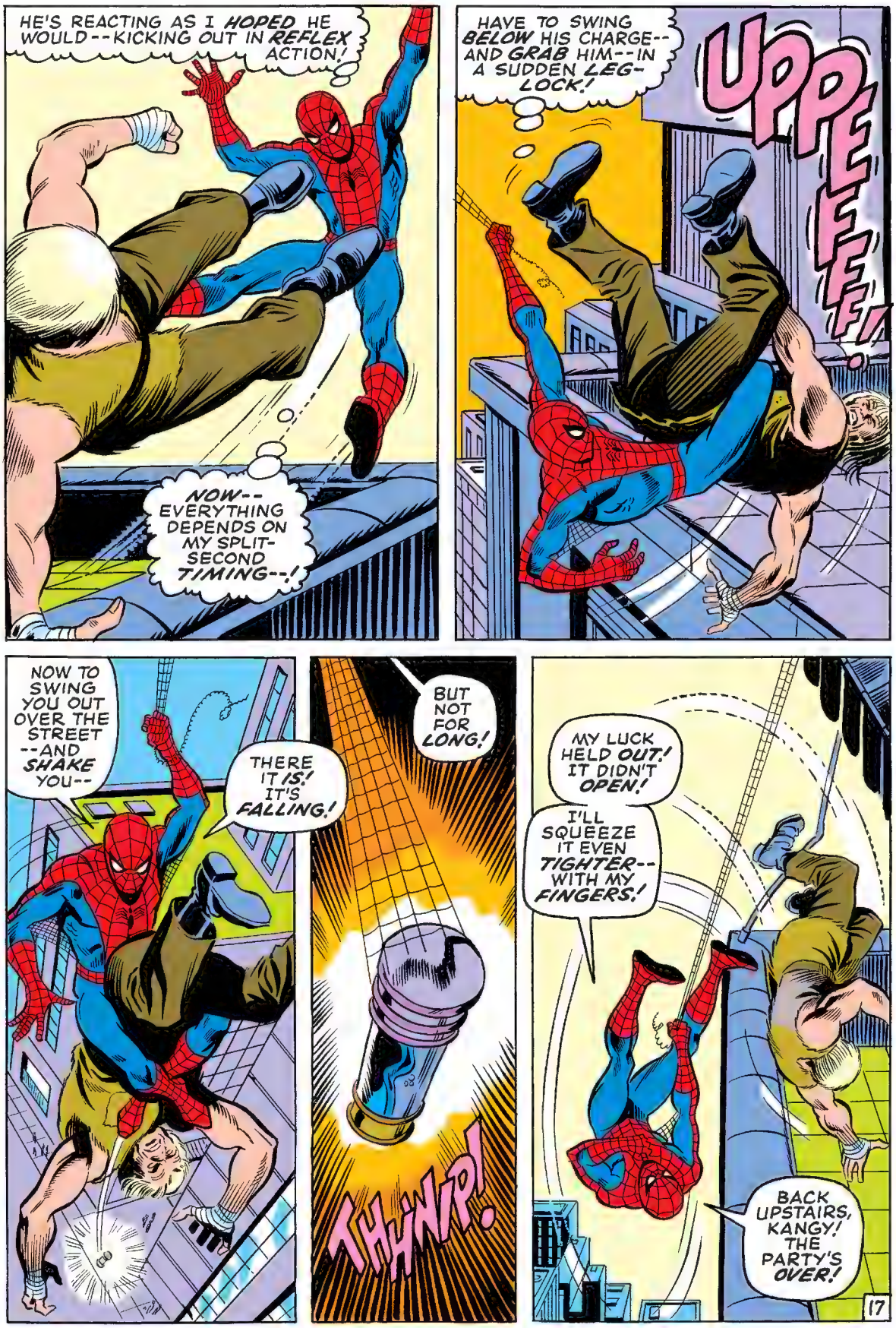

PETER? MY! I'VE NEVER KNOWN YOU TO SLEEP SO SOUNDLY BEFORE!
THE FLU BUG MUST HAVE CERTAINLY TIRED YOU OUT!

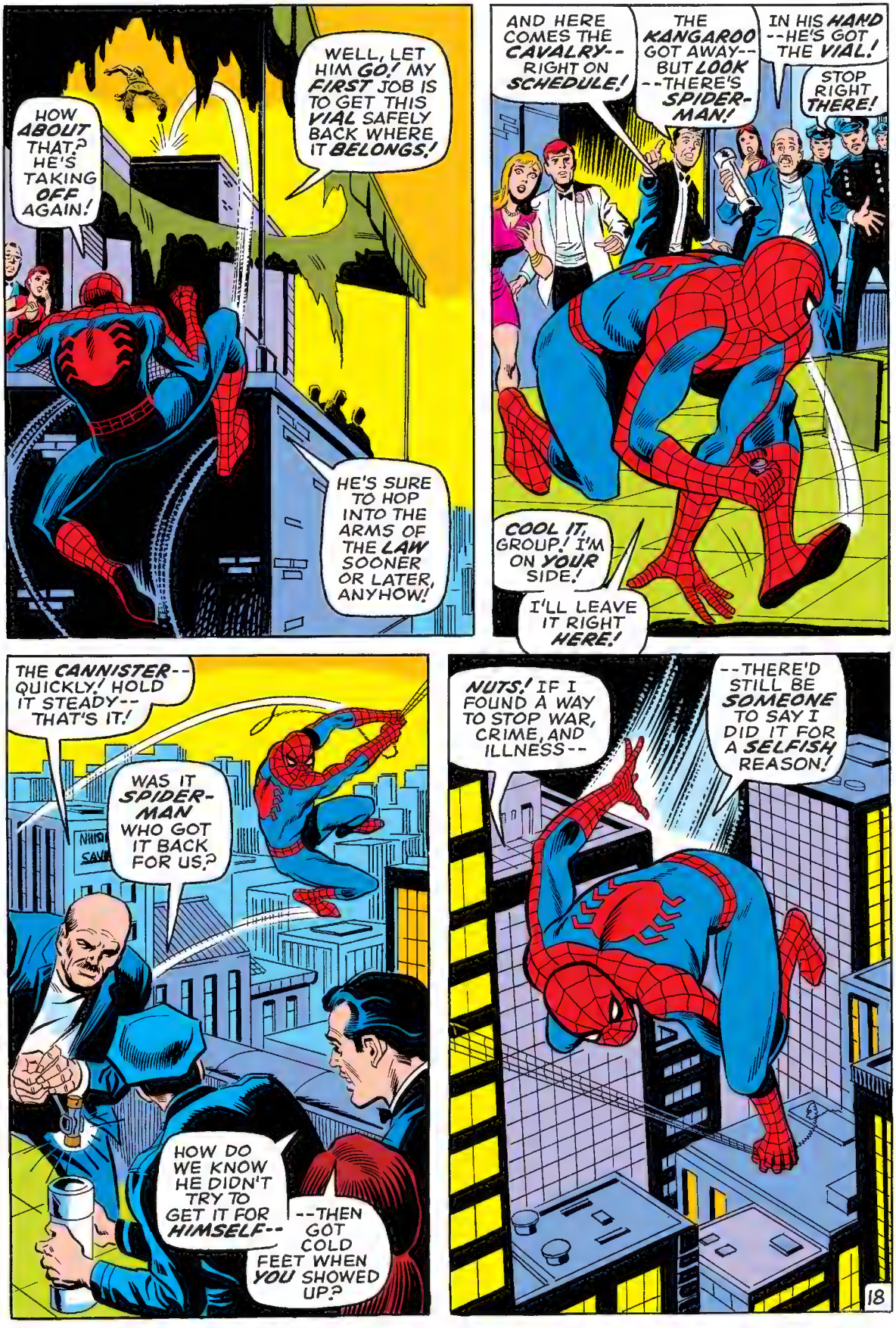
PETER!

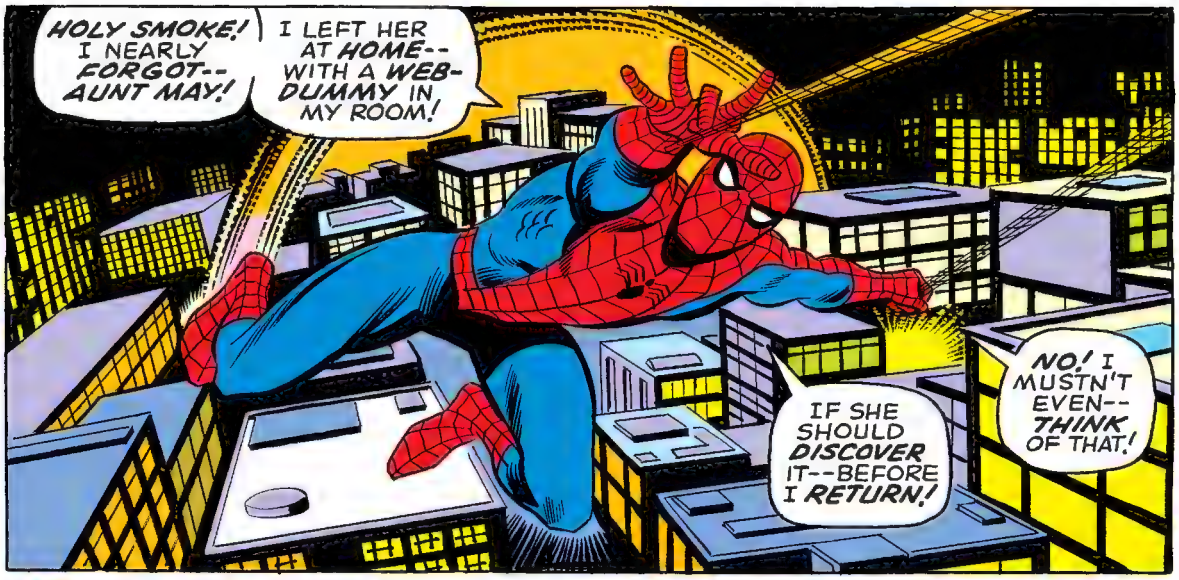

SUDDENLY, THE ROOM SEEMS TO SPIN AROUND THE STARTLED WIDOW, AS A FLOOD OF MERCIFUL UNCONSCIOUSNESS ENVELOPS HER--

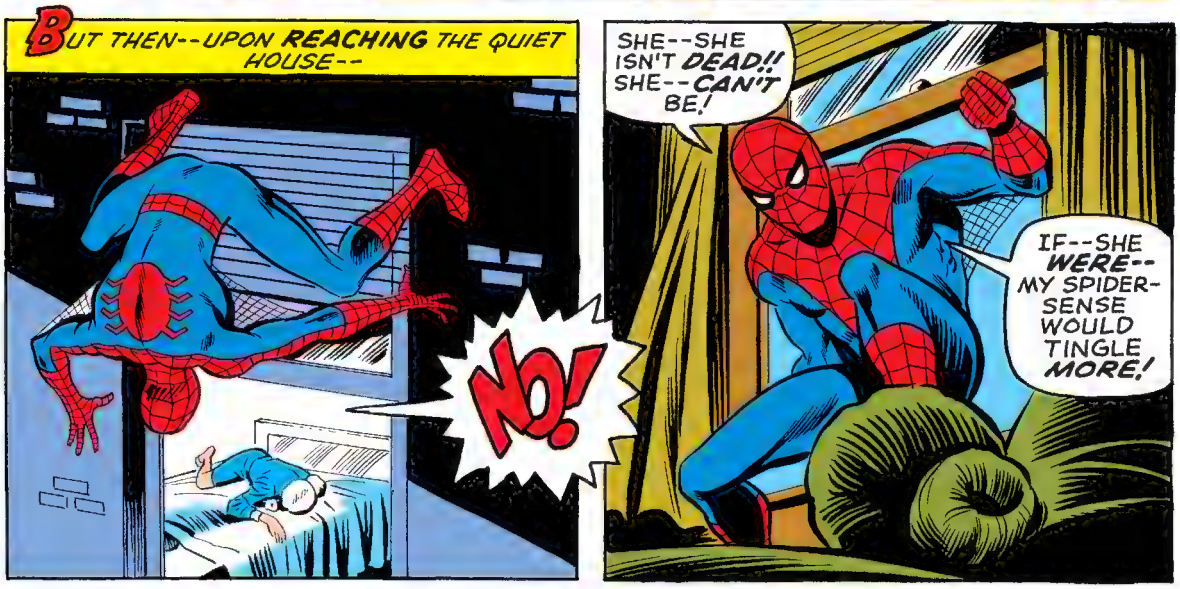

AND THEN, A DEEP AND FATEFUL SILENCE PERVADES THE SHADOWY ROOM ONCE MORE--
15

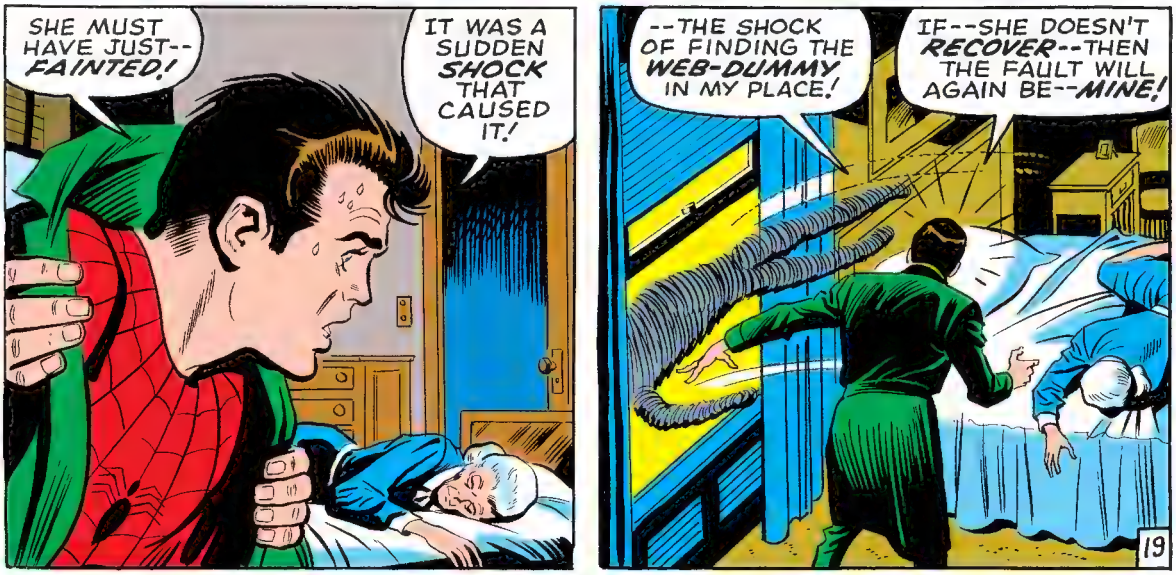

MEANWHILE, BACK ON THE TERRACE--
NO! WAIT! TAKE IT EASY--!
BEGGIN' FOR MERCY ISN'T GONNA HELP YOU NOW!
I'M NOT BEGGING, YOU FOOL! IF THAT VIAL SHOULD POP OPEN--
-UNNHHHH!-
BLOKK!
THWIKK!
OKAY, MISTER-- THIS IS IT!
I TRIED REASONING WITH YOU--
BUT IF YOU WANNA DO IT THE HARD WAY--!
H-HOW'D YOU DO THAT???
16


HE'S REACTING AS I HOPED HE WOULD--KICKING OUT IN REFLEX ACTION!
NOW--EVERYTHING DEPENDS ON MY SPLIT-SECOND TIMING--!
HAVE TO SWING BELOW HIS CHARGE--AND GRAB HIM--IN A SUDDEN LEG-LOCK!
UPPEFF!
NOW TO SWING YOU OUT OVER THE STREET --AND SHAKE YOU--
THERE IT IS! IT'S FALLING!
BUT NOT FOR LONG!
THHNIP!
MY LUCK HELD OUT! IT DIDN'T OPEN!
I'LL SQUEEZE IT EVEN TIGHTER--WITH MY FINGERS!
BACK UPSTAIRS, KANGY! THE PARTY'S OVER!


HOW ABOUT THAT? HE'S TAKING OFF AGAIN!
WELL, LET HIM GO! MY FIRST JOB IS TO GET THIS VIAL SAFELY BACK WHERE IT BELONGS!
HE'S SURE TO HOP INTO THE ARMS OF THE LAW SOONER OR LATER, ANYHOW!
AND HERE COMES THE CAVALRY-- RIGHT ON SCHEDULE!
THE KANGAROO GOT AWAY-- BUT LOOK --THERE'S SPIDER-MAN!
IN HIS HAND --HE'S GOT THE VIAL!
STOP RIGHT THERE!
COOL IT, GROUP! I'M ON YOUR SIDE!
I'LL LEAVE IT RIGHT HERE!
THE CANNISTER-- QUICKLY! HOLD IT STEADY-- THAT'S IT!
WAS IT SPIDER-MAN WHO GOT IT BACK FOR US?
HOW DO WE KNOW HE DIDN'T TRY TO GET IT FOR HIMSELF--
--THEN GOT COLD FEET WHEN YOU SHOWED UP?
NUTS! IF I FOUND A WAY TO STOP WAR, CRIME, AND ILLNESS--
--THERE'D STILL BE SOMEONE TO SAY I DID IT FOR A SELFISH REASON!

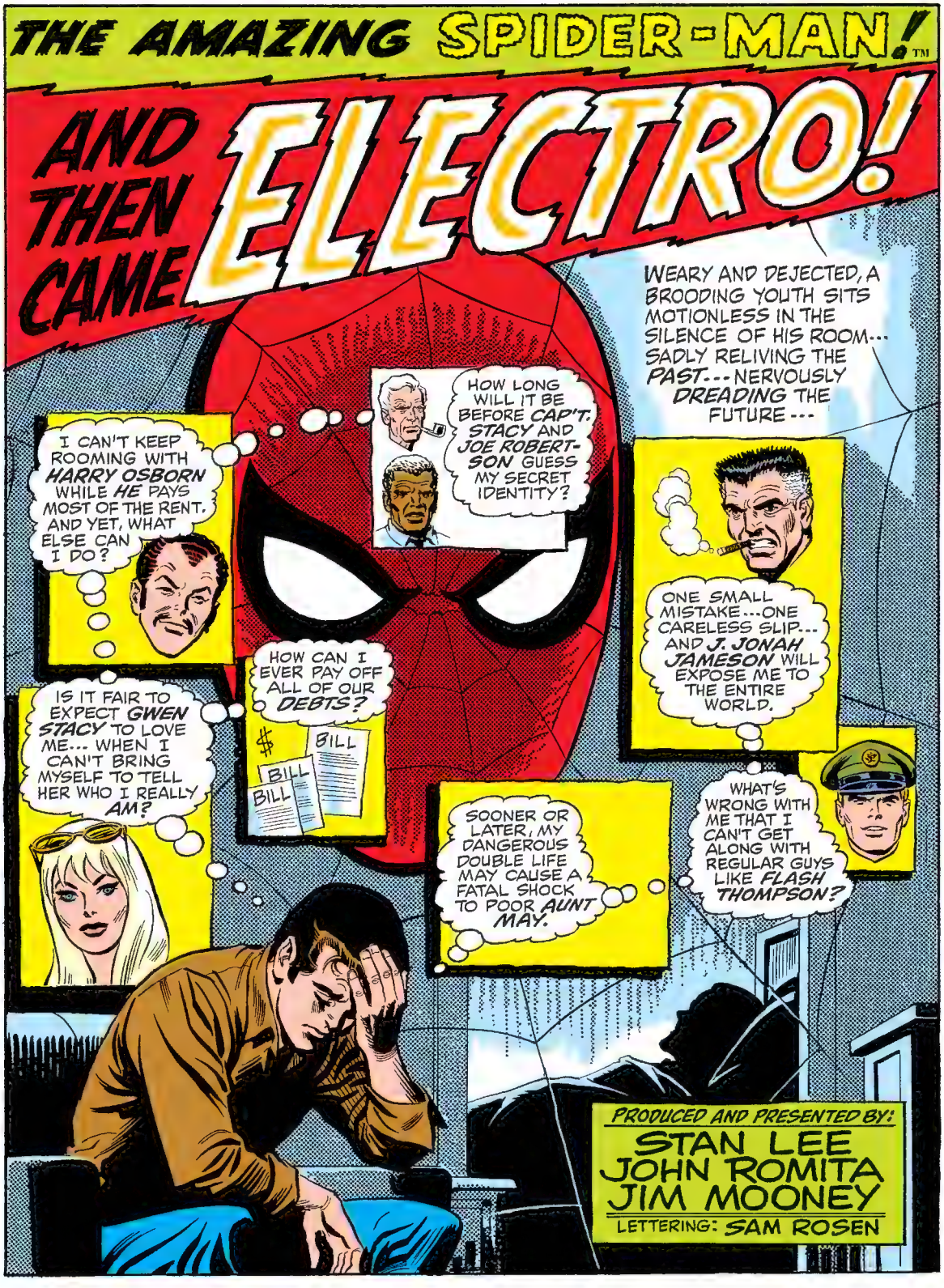

HOLY SMOKE! I NEARLY FORGOT--AUNT MAY!
I LEFT HER AT HOME--WITH A WEB-DUMMY IN MY ROOM!
IF SHE SHOULD DISCOVER IT--BEFORE I RETURN!
NO! I MUSTN'T EVEN--THINK OF THAT!


BUT THEN--UPON REACHING THE QUIET HOUSE--
NO!
SHE--SHE ISN'T DEAD!! SHE--CAN'T BE!
IF--SHE WERE--MY SPIDER-SENSE WOULD TINGLE MORE!


SHE MUST HAVE JUST--FAINTED!
IT WAS A SUDDEN SHOCK THAT CAUSED IT!
--THE SHOCK OF FINDING THE WEB-DUMMY IN MY PLACE!
IF--SHE DOESN'T RECOVER--THEN THE FAULT WILL AGAIN BE--MINE!

AUNT MAY! AUNT MAY! OPEN YOUR EYES--PLEASE--PLEASE OPEN YOUR EYES!
IT'S ME--PETER! YOU'LL BE ALL RIGHT--YOU HAVE TO BE ALL RIGHT!
PETER...
IS IT YOU, DEAR? IS IT--REALLY YOU?
OF COURSE, AUNT MAY! EVERY-THING--IS ALL RIGHT!
WHEN I SAW--THAT HORRIBLE THING IN YOUR ROOM--I--I DIDN'T KNOW--WHAT TO THINK!
HAVE TO SET HER FEARS TO REST--FORCE HER TO RELAX --TO FORGET!
WHAT THING, AUNT MAY? THERE'S NOTHING HERE!
OF COURSE! I SHOULD HAVE KNOWN! IT WAS JUST--AN OLD WOMAN'S --FOOLISH IMAGINATION!
I MUST BE GETTING--SENILE! STARTING TO SEE THINGS!
WHAT HAVE I DONE? WHAT HAVE I DONE--??
NOW--I'VE MADE HER DOUBT--HER OWN SANITY!
THE LONGER I CARRY ON --AS SPIDER-MAN...THE MORE HEART-BREAK IT SEEMS TO CAUSE!
PETER! WHAT IS IT? WHAT'S WRONG, DEAR?
NOTHING, AUNT MAY! NOTHING... AT ALL!
THIS TIME... I WAS LUCKY!
BUT--HOW MUCH LONGER--CAN MY LUCK HOLD OUT?
HOW MUCH LONGER-- BEFORE THE SHADOW OF SPIDER-MAN --DESTROYS US ALL?
NEXT ELECTRO!
20

SPIDER-MAN
15¢
82
MAR
the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
EXIT
EXIT
MARVEL COMICS GROUP
AND THEN CAME ELECTRO!


THE AMAZING SPIDER-MAN!™
AND THEN CAME ELECTRO!
WEARY AND DEJECTED, A BROODING YOUTH SITS MOTIONLESS IN THE SILENCE OF HIS ROOM··· SADLY RELIVING THE PAST··· NERVOUSLY DREADING THE FUTURE···
I CAN'T KEEP ROOMING WITH HARRY OSBORN WHILE HE PAYS MOST OF THE RENT. AND YET, WHAT ELSE CAN I DO?
HOW LONG WILL IT BE BEFORE CAP'T. STACY AND JOE ROBERTSON GUESS MY SECRET IDENTITY?
ONE SMALL MISTAKE···ONE CARELESS SLIP··· AND J. JONAH JAMESON WILL EXPOSE ME TO THE ENTIRE WORLD.
HOW CAN I EVER PAY OFF ALL OF OUR DEBTS?
BILL
BILL
BILL
IS IT FAIR TO EXPECT GWEN STACY TO LOVE ME··· WHEN I CAN'T BRING MYSELF TO TELL HER WHO I REALLY AM?
SOONER OR LATER, MY DANGEROUS DOUBLE LIFE MAY CAUSE A FATAL SHOCK TO POOR AUNT MAY.
WHAT'S WRONG WITH ME THAT I CAN'T GET ALONG WITH REGULAR GUYS LIKE FLASH THOMPSON?
PRODUCED AND PRESENTED BY:
STAN LEE
JOHN ROMITA
JIM MOONEY
LETTERING: SAM ROSEN

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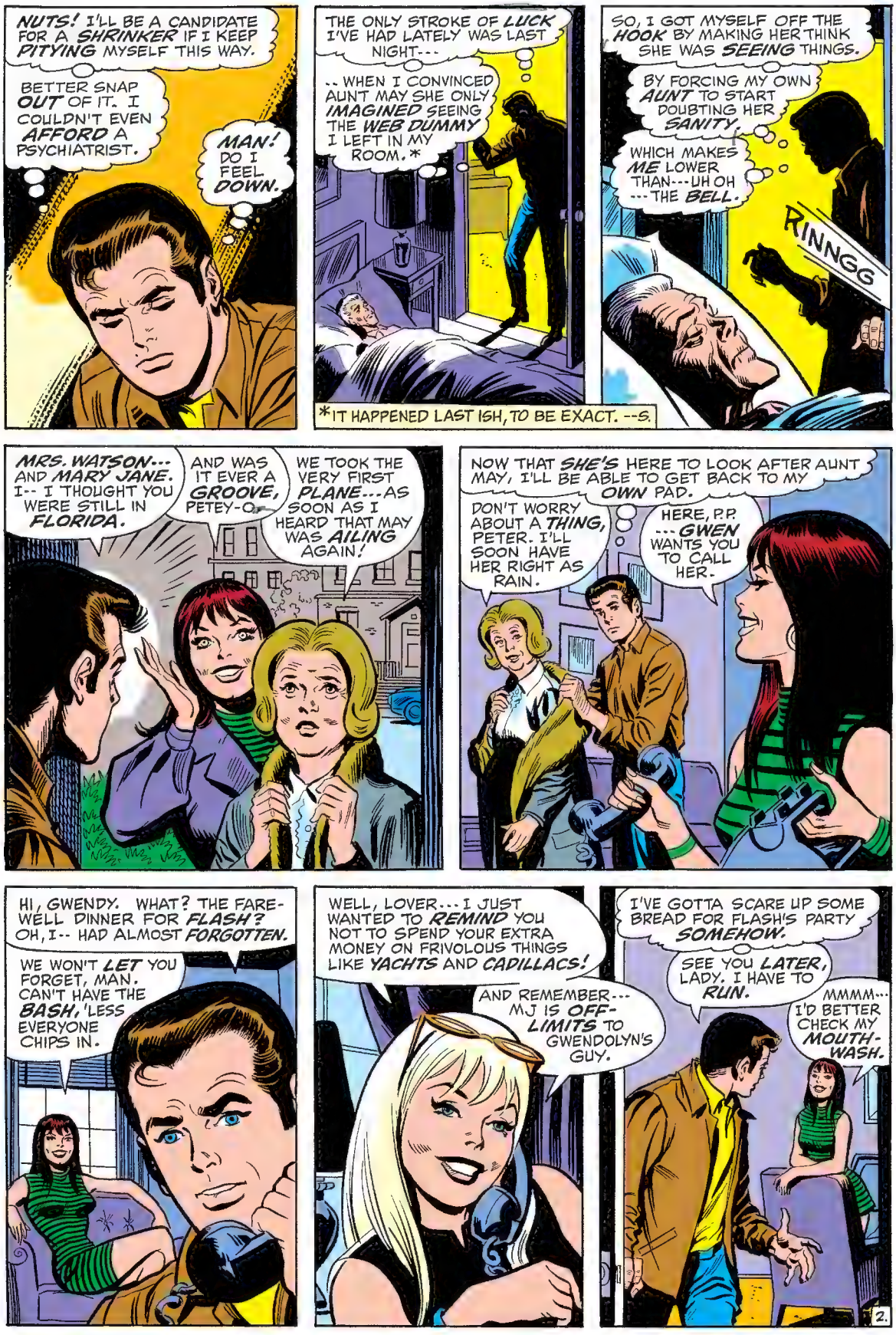
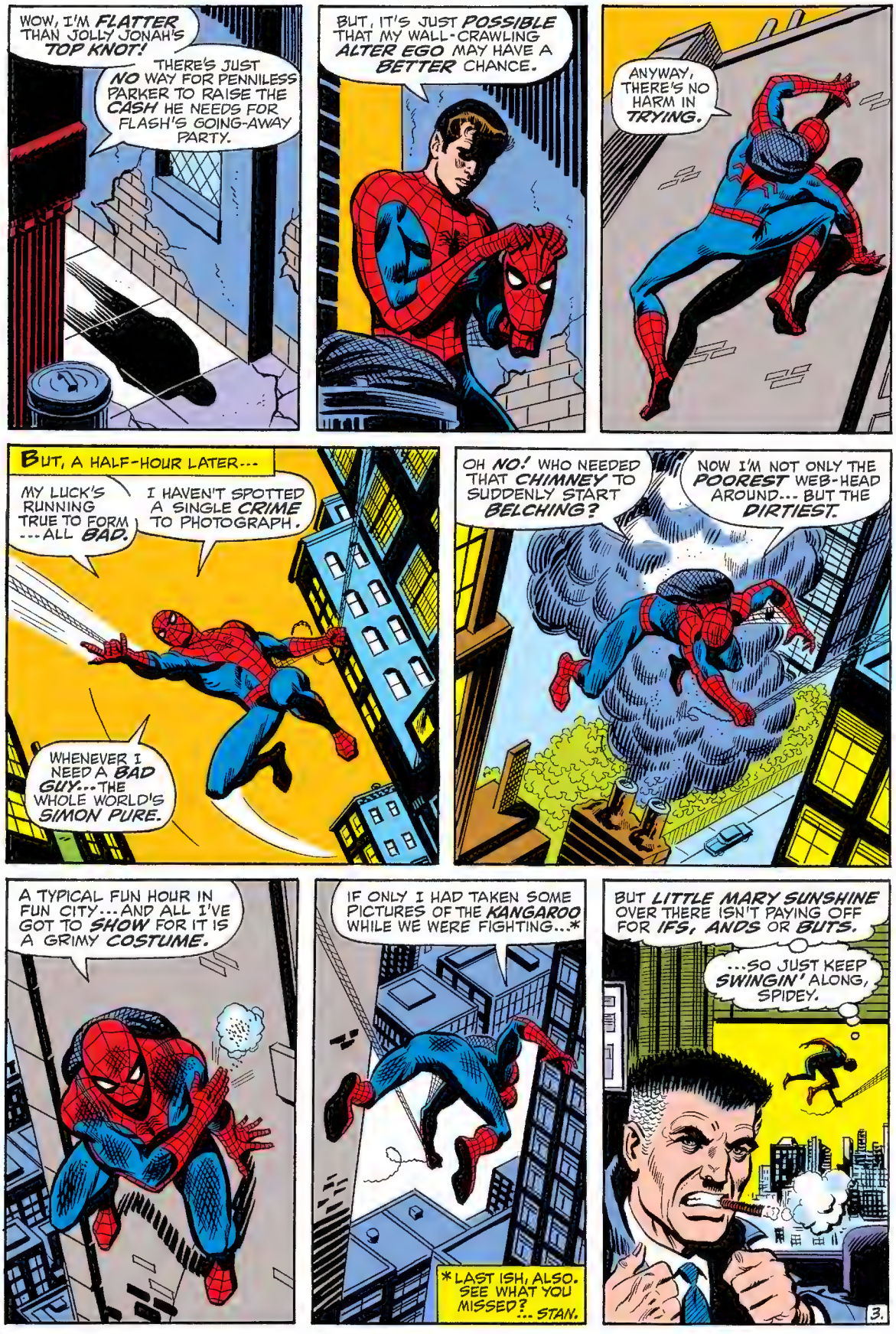
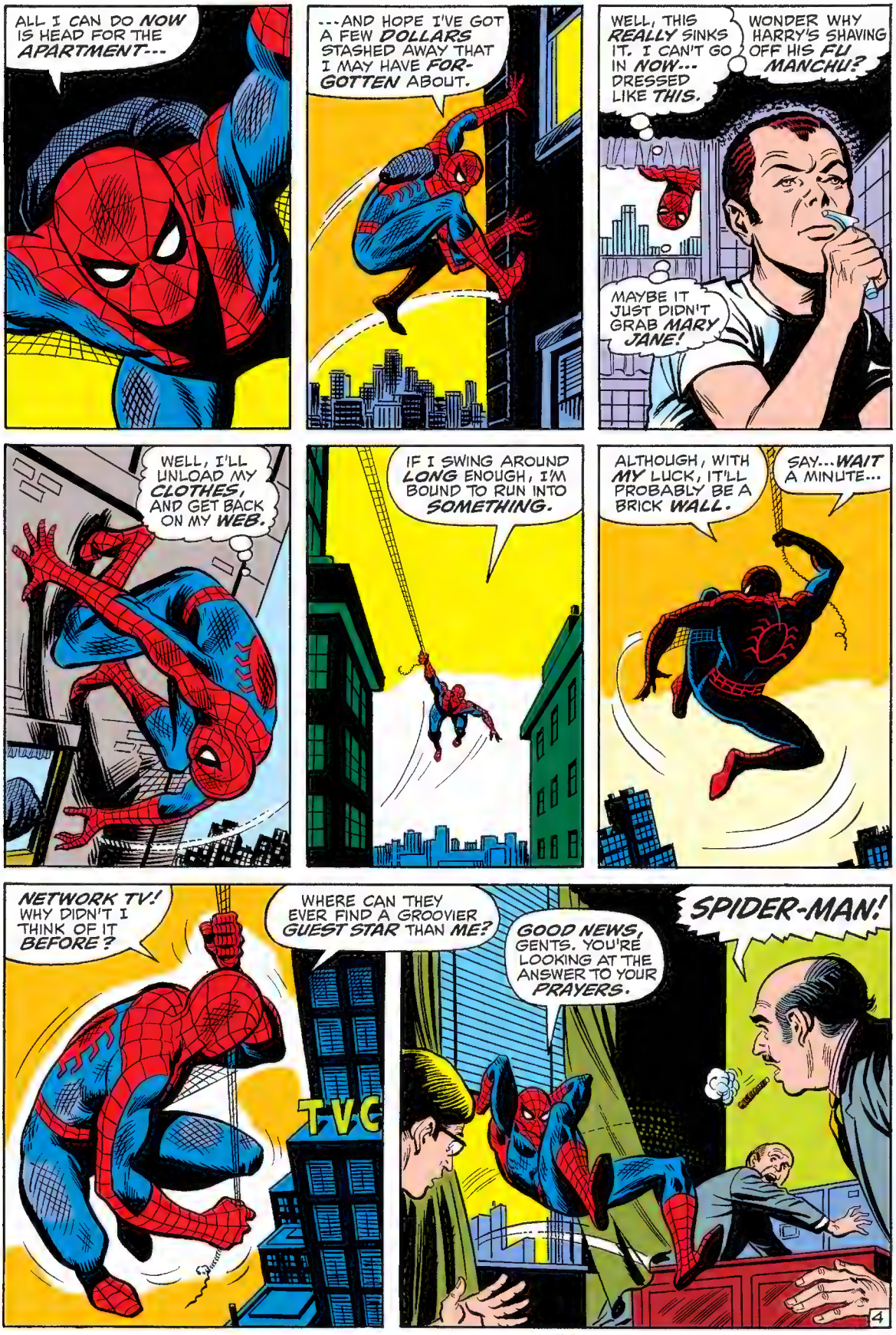
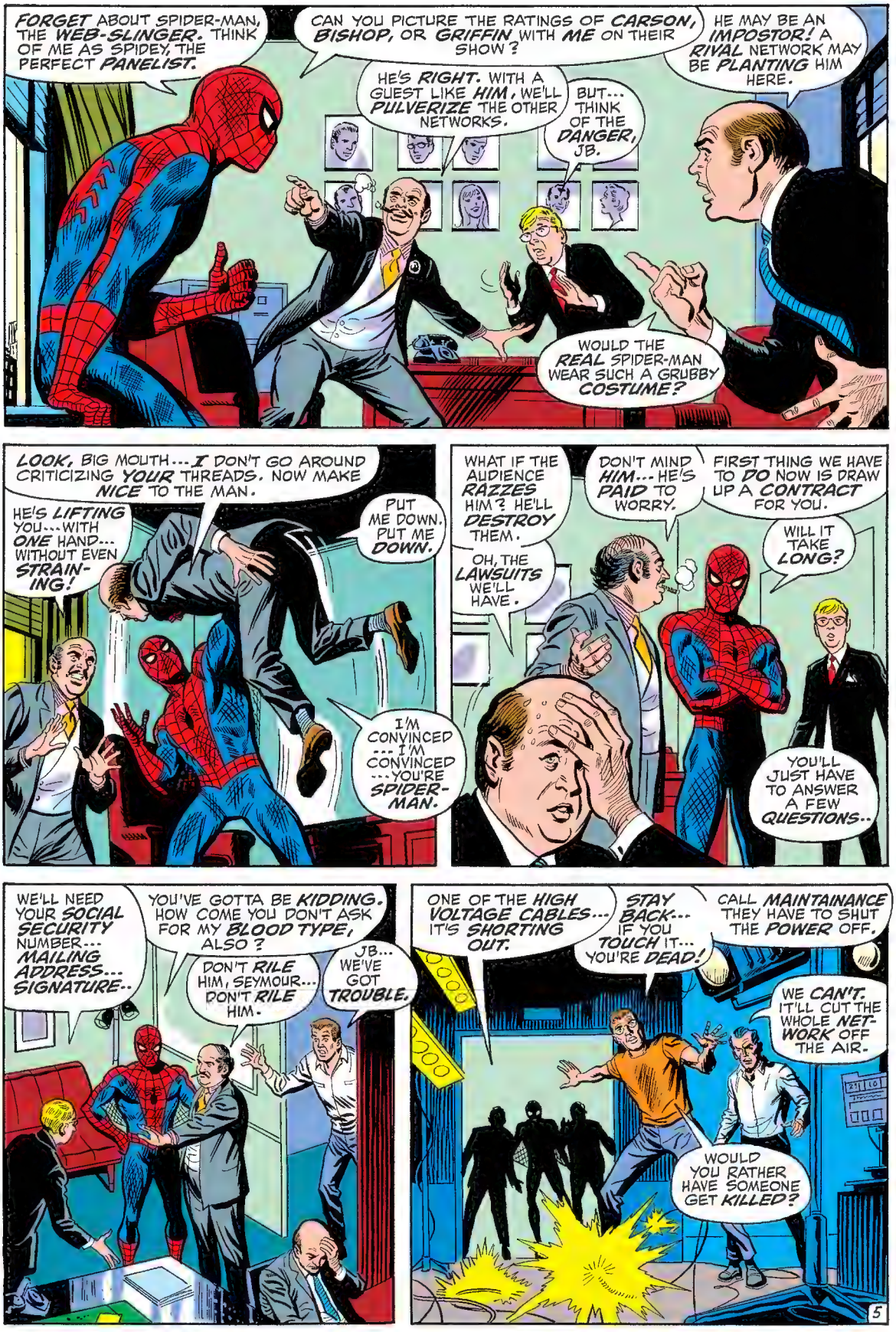
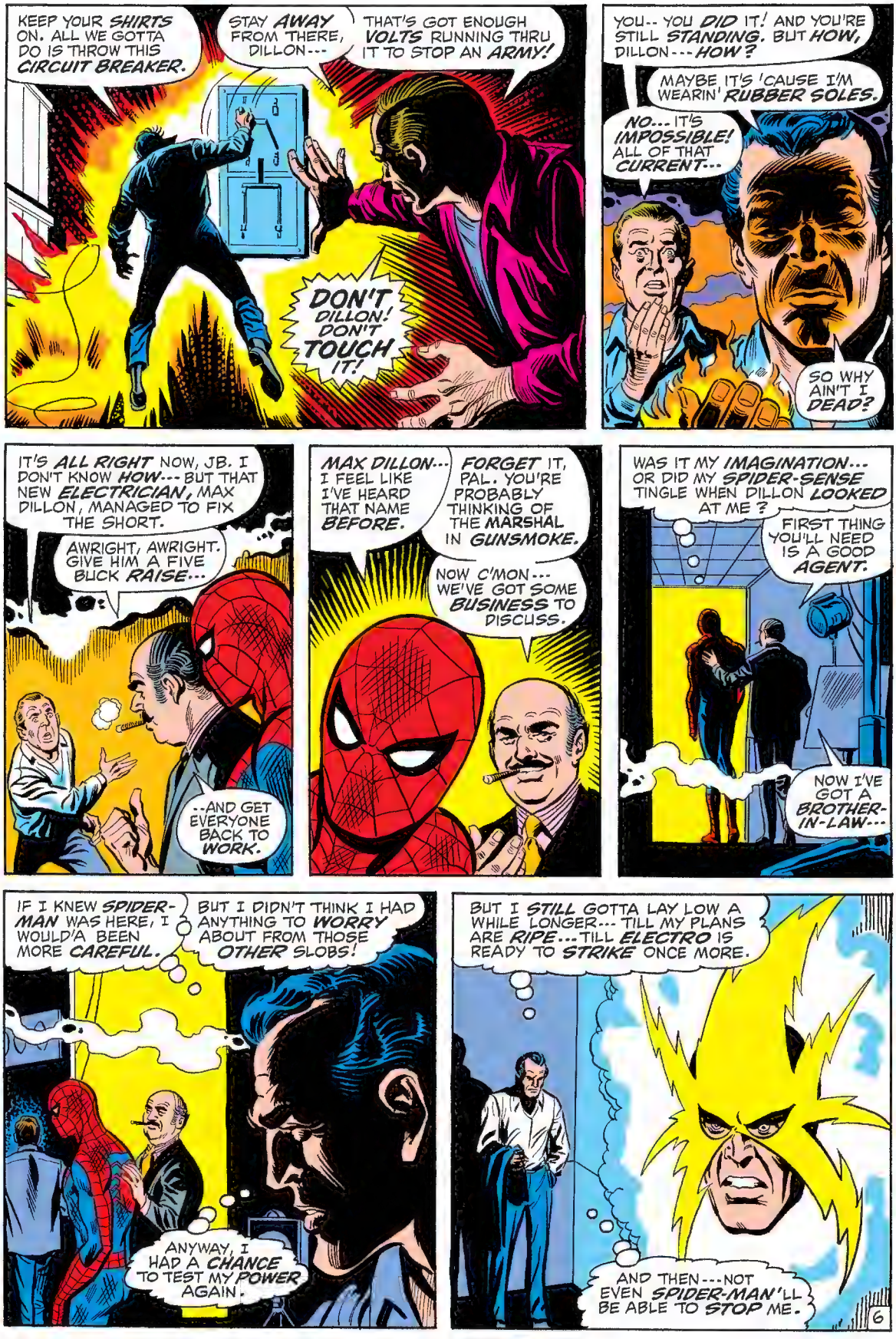
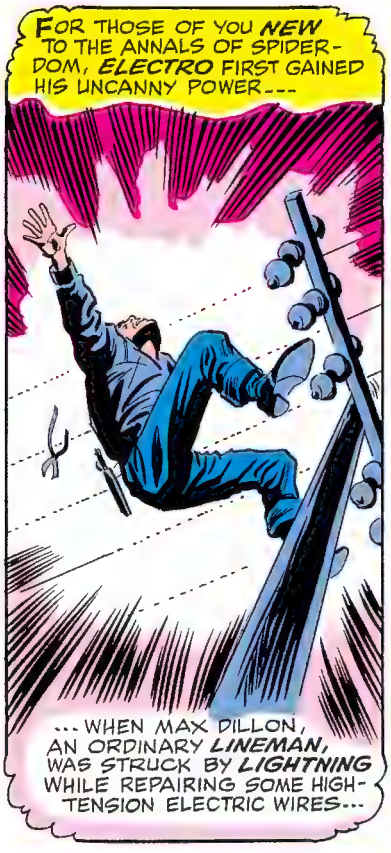

NUTS! I'LL BE A CANDIDATE FOR A SHRINKER IF I KEEP PITYING MYSELF THIS WAY.
BETTER SNAP OUT OF IT. I COULDN'T EVEN AFFORD A PSYCHIATRIST.
MAN! DO I FEEL DOWN.
THE ONLY STROKE OF LUCK I'VE HAD LATELY WAS LAST NIGHT---
-- WHEN I CONVINCED AUNT MAY SHE ONLY IMAGINED SEEING THE WEB DUMMY I LEFT IN MY ROOM.*
*IT HAPPENED LAST ISH, TO BE EXACT. --S.
SO, I GOT MYSELF OFF THE HOOK BY MAKING HER THINK SHE WAS SEEING THINGS.
BY FORCING MY OWN AUNT TO START DOUBTING HER SANITY.
WHICH MAKES ME LOWER THAN---UH OH ---THE BELL.
RINNGG
MRS. WATSON... AND MARY JANE. I-- I THOUGHT YOU WERE STILL IN FLORIDA.
AND WAS IT EVER A GROOVE, PETEY-O.
WE TOOK THE VERY FIRST PLANE---AS SOON AS I HEARD THAT MAY WAS AILING AGAIN!
NOW THAT SHE'S HERE TO LOOK AFTER AUNT MAY, I'LL BE ABLE TO GET BACK TO MY OWN PAD.
DON'T WORRY ABOUT A THING, PETER. I'LL SOON HAVE HER RIGHT AS RAIN.
HERE, P.P. ---GWEN WANTS YOU TO CALL HER.
HI, GWENDY. WHAT? THE FAREWELL DINNER FOR FLASH? OH, I-- HAD ALMOST FORGOTTEN.
WE WON'T LET YOU FORGET, MAN. CAN'T HAVE THE BASH, 'LESS EVERYONE CHIPS IN.
WELL, LOVER--- I JUST WANTED TO REMIND YOU NOT TO SPEND YOUR EXTRA MONEY ON FRIVOLOUS THINGS LIKE YACHTS AND CADILLACS!
AND REMEMBER--- MJ IS OFF-LIMITS TO GWENDOLYN'S GUY.
I'VE GOTTA SCARE UP SOME BREAD FOR FLASH'S PARTY SOMEHOW.
SEE YOU LATER, LADY. I HAVE TO RUN.
MMMM... I'D BETTER CHECK MY MOUTH-WASH.
2.


WOW, I'M FLATTER THAN JOLLY JONAH'S TOP KNOT!
THERE'S JUST NO WAY FOR PENNILESS PARKER TO RAISE THE CASH HE NEEDS FOR FLASH'S GOING-AWAY PARTY.
BUT, IT'S JUST POSSIBLE THAT MY WALL-CRAWLING ALTER EGO MAY HAVE A BETTER CHANCE.
ANYWAY, THERE'S NO HARM IN TRYING.
BUT, A HALF-HOUR LATER---
MY LUCK'S RUNNING TRUE TO FORM ---ALL BAD.
I HAVEN'T SPOTTED A SINGLE CRIME TO PHOTOGRAPH.
WHENEVER I NEED A BAD GUY...THE WHOLE WORLD'S SIMON PURE.
OH NO! WHO NEEDED THAT CHIMNEY TO SUDDENLY START BELCHING?
NOW I'M NOT ONLY THE POOREST WEB-HEAD AROUND--- BUT THE DIRTIEST.
A TYPICAL FUN HOUR IN FUN CITY...AND ALL I'VE GOT TO SHOW FOR IT IS A GRIMY COSTUME.
IF ONLY I HAD TAKEN SOME PICTURES OF THE KANGAROO WHILE WE WERE FIGHTING...*
*LAST ISH, ALSO. SEE WHAT YOU MISSED? ... STAN.
BUT LITTLE MARY SUNSHINE OVER THERE ISN'T PAYING OFF FOR IFS, ANDS OR BUTS.
...SO JUST KEEP SWINGIN' ALONG, SPIDEY.
3.

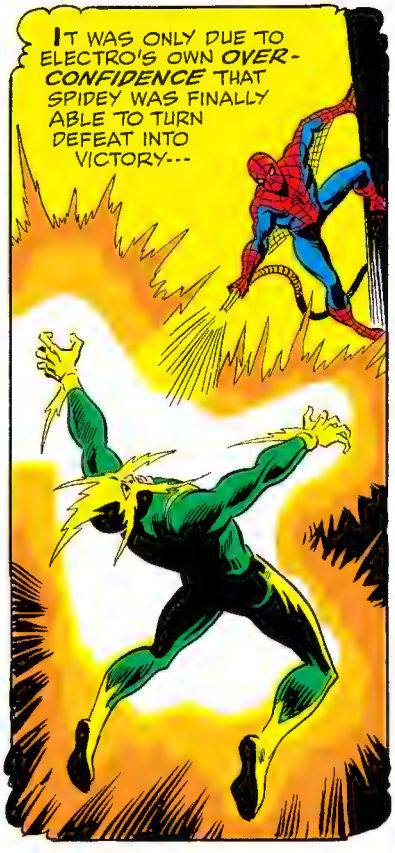

ALL I CAN DO NOW IS HEAD FOR THE APARTMENT---
---AND HOPE I'VE GOT A FEW DOLLARS STASHED AWAY THAT I MAY HAVE FORGOTTEN ABOUT.
WELL, THIS REALLY SINKS IT. I CAN'T GO IN NOW--- DRESSED LIKE THIS.
WONDER WHY HARRY'S SHAVING OFF HIS FU MANCHU?
MAYBE IT JUST DIDN'T GRAB MARY JANE!
WELL, I'LL UNLOAD MY CLOTHES, AND GET BACK ON MY WEB.
IF I SWING AROUND LONG ENOUGH, I'M BOUND TO RUN INTO SOMETHING.
ALTHOUGH, WITH MY LUCK, IT'LL PROBABLY BE A BRICK WALL.
SAY...WAIT A MINUTE...
NETWORK TV! WHY DIDN'T I THINK OF IT BEFORE?
WHERE CAN THEY EVER FIND A GROOVIER GUEST STAR THAN ME?
T-V-G
GOOD NEWS, GENTS. YOU'RE LOOKING AT THE ANSWER TO YOUR PRAYERS.
SPIDER-MAN!


FORGET ABOUT SPIDER-MAN, THE WEB-SLINGER. THINK OF ME AS SPIDEY, THE PERFECT PANELIST.
CAN YOU PICTURE THE RATINGS OF CARSON, BISHOP, OR GRIFFIN WITH ME ON THEIR SHOW?
HE MAY BE AN IMPOSTOR! A RIVAL NETWORK MAY BE PLANTING HIM HERE.
HE'S RIGHT. WITH A GUEST LIKE HIM, WE'LL PULVERIZE THE OTHER NETWORKS.
BUT... THINK OF THE DANGER, JB.
WOULD THE REAL SPIDER-MAN WEAR SUCH A GRUBBY COSTUME?
LOOK, BIG MOUTH... I DON'T GO AROUND CRITICIZING YOUR THREADS. NOW MAKE NICE TO THE MAN.
HE'S LIFTING YOU... WITH ONE HAND... WITHOUT EVEN STRAINING!
PUT ME DOWN. PUT ME DOWN.
I'M CONVINCED... I'M CONVINCED... YOU'RE SPIDER-MAN.
WHAT IF THE AUDIENCE RAZZES HIM? HE'LL DESTROY THEM.
DON'T MIND HIM... HE'S PAID TO WORRY.
FIRST THING WE HAVE TO DO NOW IS DRAW UP A CONTRACT FOR YOU.
WILL IT TAKE LONG?
OH, THE LAWSUITS WE'LL HAVE.
YOU'LL JUST HAVE TO ANSWER A FEW QUESTIONS..
WE'LL NEED YOUR SOCIAL SECURITY NUMBER... MAILING ADDRESS... SIGNATURE..
YOU'VE GOTTA BE KIDDING. HOW COME YOU DON'T ASK FOR MY BLOOD TYPE, ALSO?
DON'T RILE HIM, SEYMOUR... DON'T RILE HIM.
JB... WE'VE GOT TROUBLE.
ONE OF THE HIGH VOLTAGE CABLES... IT'S SHORTING OUT.
STAY BACK... IF YOU TOUCH IT... YOU'RE DEAD!
CALL MAINTAINANCE THEY HAVE TO SHUT THE POWER OFF.
WE CAN'T. IT'LL CUT THE WHOLE NETWORK OFF THE AIR.
WOULD YOU RATHER HAVE SOMEONE GET KILLED?


KEEP YOUR SHIRTS ON. ALL WE GOTTA DO IS THROW THIS CIRCUIT BREAKER.
STAY AWAY FROM THERE, DILLON---
THAT'S GOT ENOUGH VOLTS RUNNING THRU IT TO STOP AN ARMY!
DON'T DILLON! DON'T TOUCH IT!
YOU-- YOU DID IT! AND YOU'RE STILL STANDING. BUT HOW, DILLON---HOW?
MAYBE IT'S 'CAUSE I'M WEARIN' RUBBER SOLES.
NO... IT'S IMPOSSIBLE! ALL OF THAT CURRENT...
SO WHY AIN'T I DEAD?
IT'S ALL RIGHT NOW, JB. I DON'T KNOW HOW--- BUT THAT NEW ELECTRICIAN, MAX DILLON, MANAGED TO FIX THE SHORT.
AWRIGHT, AWRIGHT. GIVE HIM A FIVE BUCK RAISE...
--AND GET EVERYONE BACK TO WORK.
MAX DILLON... I FEEL LIKE I'VE HEARD THAT NAME BEFORE.
FORGET IT, PAL. YOU'RE PROBABLY THINKING OF THE MARSHAL IN GUNSMOKE.
NOW C'MON--- WE'VE GOT SOME BUSINESS TO DISCUSS.
WAS IT MY IMAGINATION... OR DID MY SPIDER-SENSE TINGLE WHEN DILLON LOOKED AT ME?
FIRST THING YOU'LL NEED IS A GOOD AGENT.
NOW I'VE GOT A BROTHER-IN-LAW---
IF I KNEW SPIDER-MAN WAS HERE, I WOULD'A BEEN MORE CAREFUL.
BUT I DIDN'T THINK I HAD ANYTHING TO WORRY ABOUT FROM THOSE OTHER SLOBS!
ANYWAY, I HAD A CHANCE TO TEST MY POWER AGAIN.
BUT I STILL GOTTA LAY LOW A WHILE LONGER--- TILL MY PLANS ARE RIPE...TILL ELECTRO IS READY TO STRIKE ONCE MORE.
AND THEN---NOT EVEN SPIDER-MAN'LL BE ABLE TO STOP ME.
6


FOR THOSE OF YOU NEW TO THE ANNALS OF SPIDER-DOM, ELECTRO FIRST GAINED HIS UNCANNY POWER---
...WHEN MAX DILLON, AN ORDINARY LINEMAN, WAS STRUCK BY LIGHTNING WHILE REPAIRING SOME HIGH-TENSION ELECTRIC WIRES...

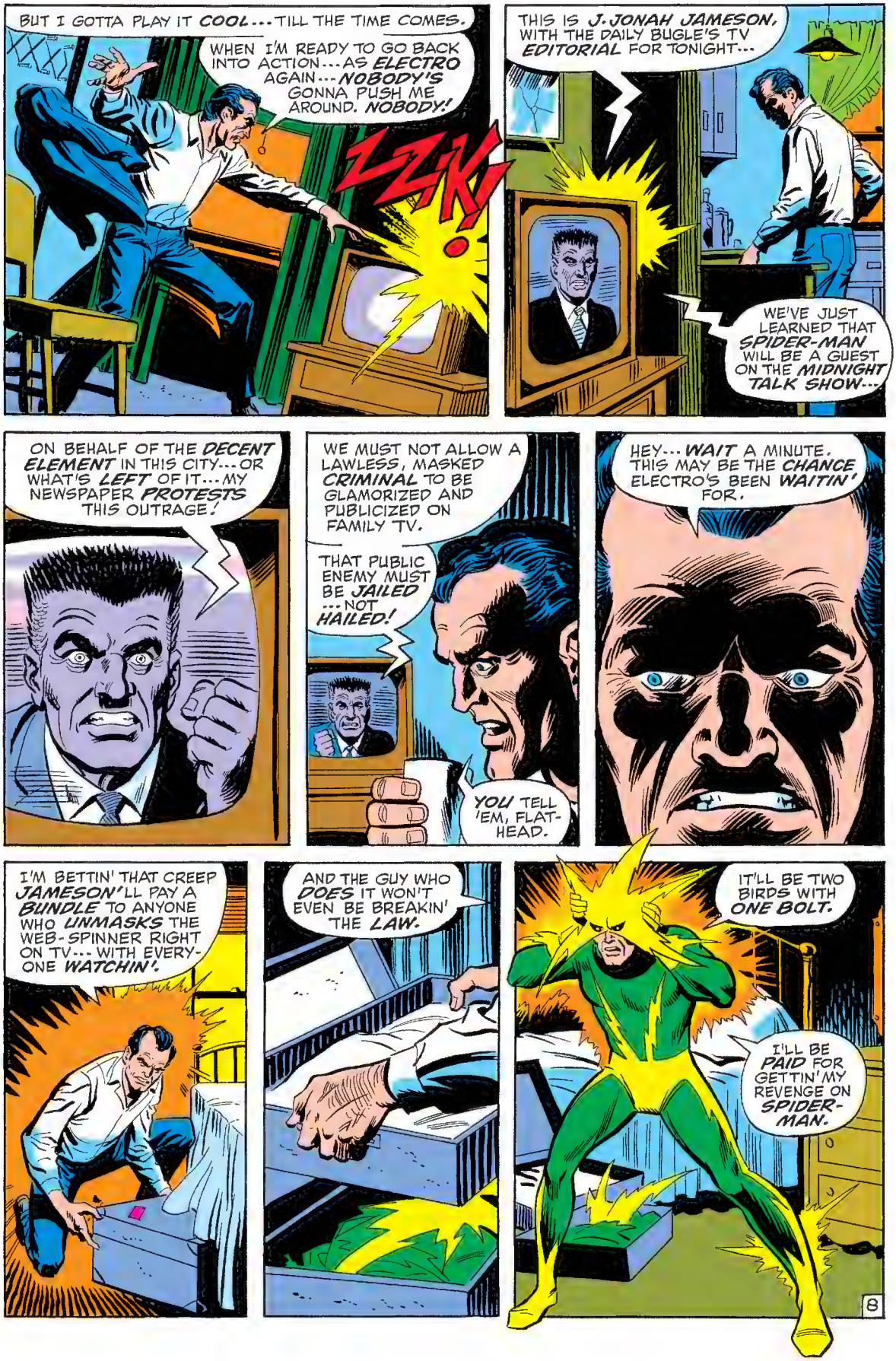
DUE TO A ONE-IN-A-BILLION SET OF CONDITIONS, THE ACCIDENT GAVE HIM TOTAL MASTERY OVER THE POWER OF ELECTRICITY...
...MASTERY ENOUGH TO DEFEAT OUR HERO DURING THEIR FIRST EPIC BATTLE... IN ISH #9.

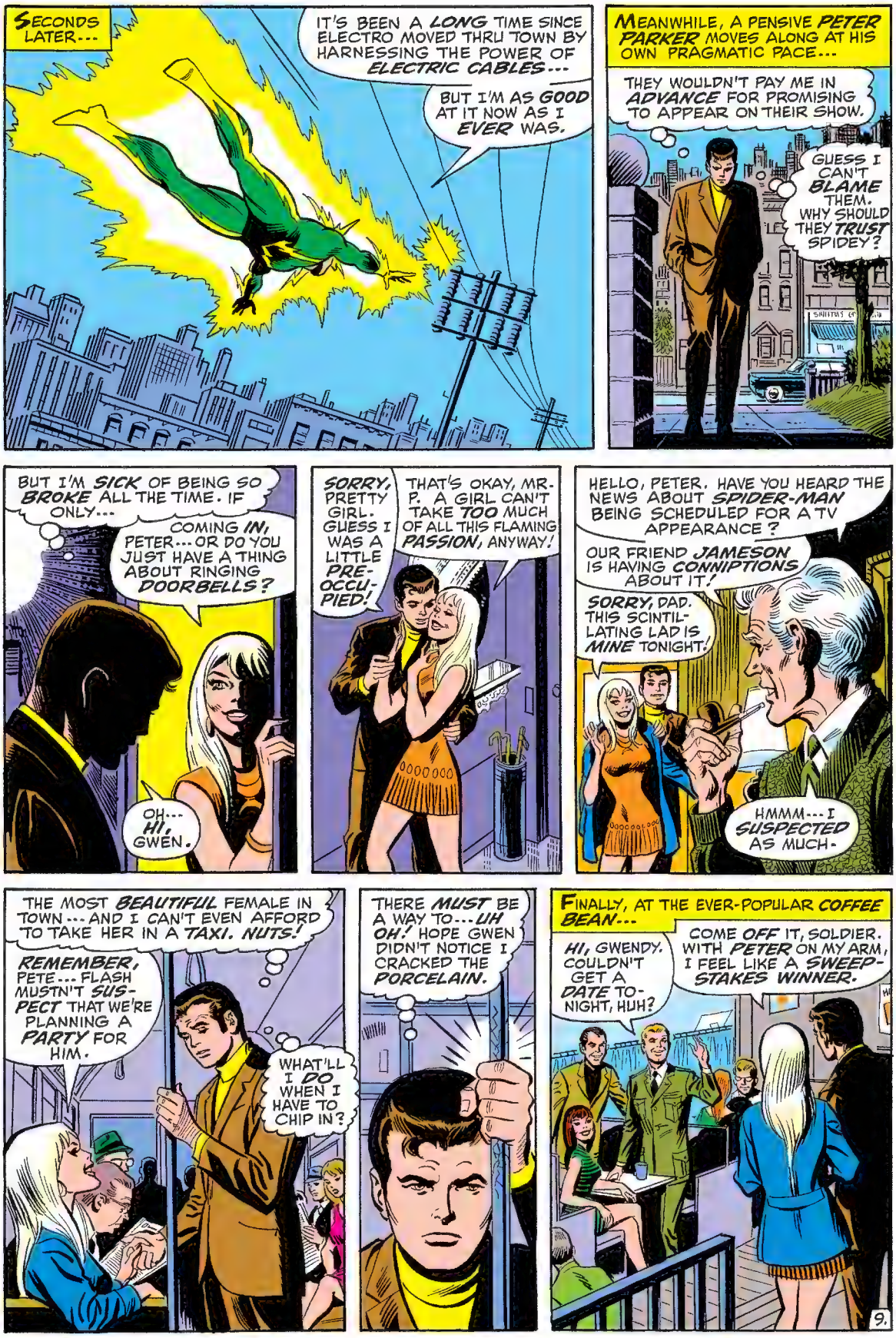

IT WAS ONLY DUE TO ELECTRO'S OWN OVER-CONFIDENCE THAT SPIDEY WAS FINALLY ABLE TO TURN DEFEAT INTO VICTORY...

LATER, THE WEB-SPINNER SCORED ONCE AGAIN BY GROUNDING HIMSELF WITH A WIRE WHICH HE HASTILY ATTACHED TO HIS LEG. *
* IN THE SPIDER-MAN ANNUAL #1, REMEMBER? --- STAN.

THE NEXT TIME WE MEET, ELECTRO ISN'T GONNA MAKE ANY MISTAKES. NEXT TIME I'LL --- UH OH---
MY BLASTED PAROLE OFFICER'S WAITIN' FOR ME.
HELLO, DILLON.
YOU NEVER FORGET, DO YA?

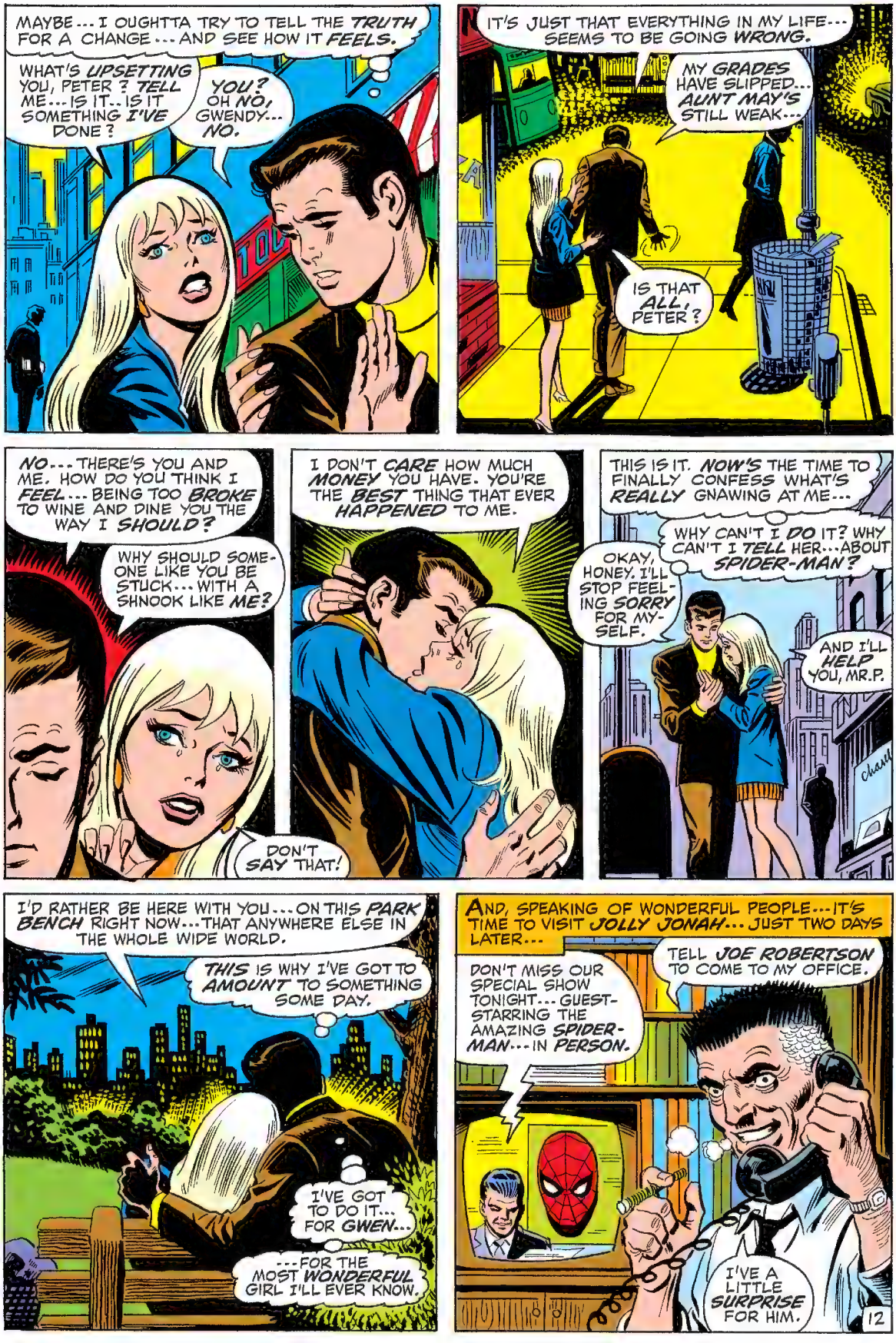
JUST WANTED TO TELL YOU THAT I HEARD ABOUT YOUR HEROISM AT THE TV STUDIO.
IT'S A GOOD BEGINNING, DILLON. KEEP UP THE GOOD WORK... AND I'LL SEE YOU NEXT MONTH.
YEAH-- YEAH-- SURE. YOU DO THAT, MISTER.
SMUG PUNK. I'D LIKE TO WIPE THAT SMILE OFF HIS FACE.

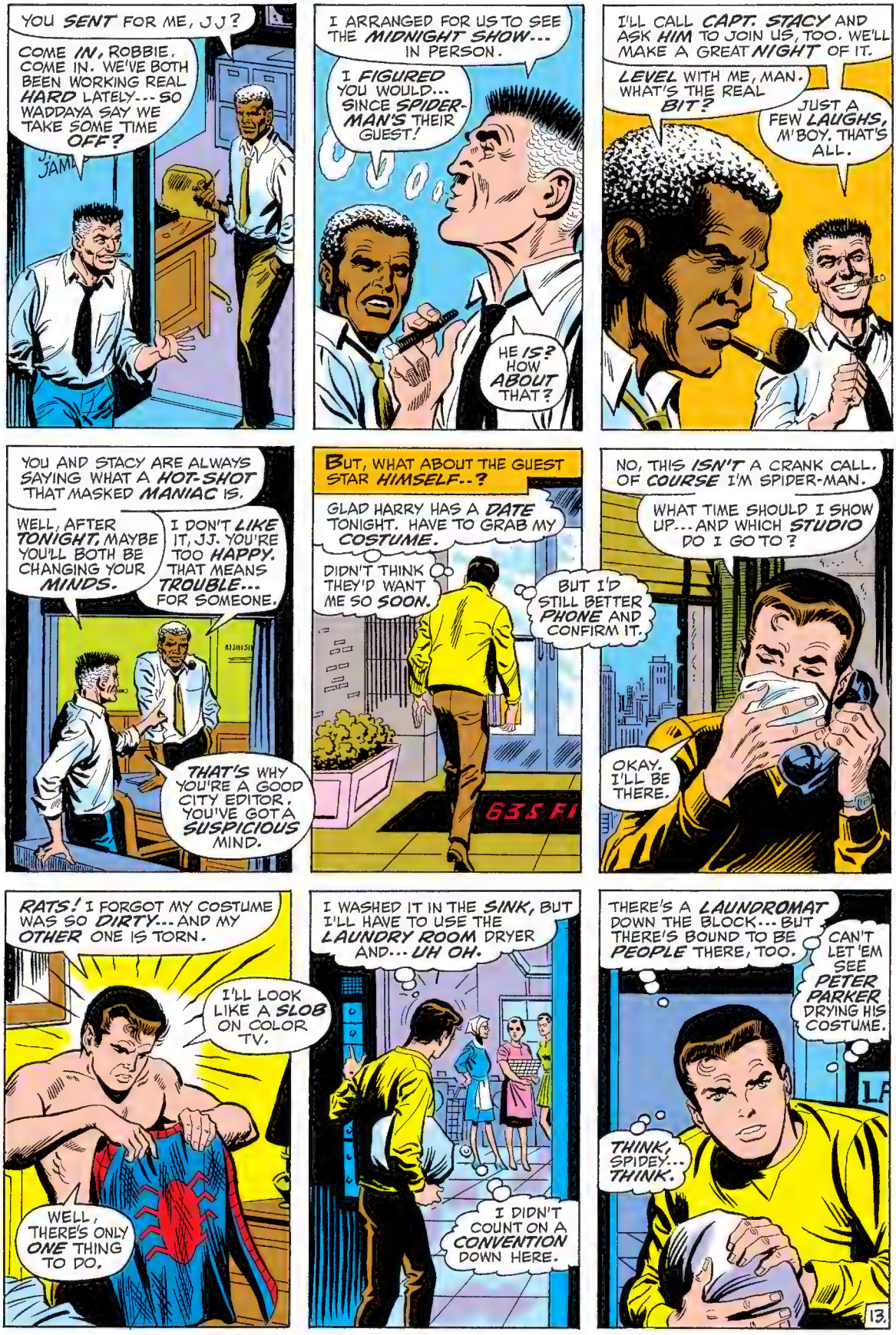

BUT I GOTTA PLAY IT COOL---TILL THE TIME COMES.
WHEN I'M READY TO GO BACK INTO ACTION---AS ELECTRO AGAIN---NOBODY'S GONNA PUSH ME AROUND. NOBODY!
ZZ-K!
THIS IS J. JONAH JAMESON, WITH THE DAILY BUGLE'S TV EDITORIAL FOR TONIGHT---
WE'VE JUST LEARNED THAT SPIDER-MAN WILL BE A GUEST ON THE MIDNIGHT TALK SHOW---
ON BEHALF OF THE DECENT ELEMENT IN THIS CITY---OR WHAT'S LEFT OF IT---MY NEWSPAPER PROTESTS THIS OUTRAGE!
WE MUST NOT ALLOW A LAWLESS, MASKED CRIMINAL TO BE GLAMORIZED AND PUBLICIZED ON FAMILY TV.
THAT PUBLIC ENEMY MUST BE JAILED ---NOT HAILED!
YOU TELL 'EM, FLAT-HEAD.
HEY---WAIT A MINUTE. THIS MAY BE THE CHANCE ELECTRO'S BEEN WAITIN' FOR.
I'M BETTIN' THAT CREEP JAMESON'LL PAY A BUNDLE TO ANYONE WHO UNMASKS THE WEB-SPINNER RIGHT ON TV---WITH EVERY-ONE WATCHIN'.
AND THE GUY WHO DOES IT WON'T EVEN BE BREAKIN' THE LAW.
IT'LL BE TWO BIRDS WITH ONE BOLT.
I'LL BE PAID FOR GETTIN' MY REVENGE ON SPIDER-MAN.
8


SECONDS LATER---
IT'S BEEN A LONG TIME SINCE ELECTRO MOVED THRU TOWN BY HARNESSING THE POWER OF ELECTRIC CABLES---
BUT I'M AS GOOD AT IT NOW AS I EVER WAS.
MEANWHILE, A PENSIVE PETER PARKER MOVES ALONG AT HIS OWN PRAGMATIC PACE---
THEY WOULDN'T PAY ME IN ADVANCE FOR PROMISING TO APPEAR ON THEIR SHOW.
GUESS I CAN'T BLAME THEM. WHY SHOULD THEY TRUST SPIDEY?
BUT I'M SICK OF BEING SO BROKE ALL THE TIME. IF ONLY---
COMING IN, PETER--- OR DO YOU JUST HAVE A THING ABOUT RINGING DOORBELLS?
OH--- HI, GWEN.
SORRY, PRETTY GIRL. GUESS I WAS A LITTLE PRE-OCCU-PIED!
THAT'S OKAY, MR. P. A GIRL CAN'T TAKE TOO MUCH OF ALL THIS FLAMING PASSION, ANYWAY!
HELLO, PETER. HAVE YOU HEARD THE NEWS ABOUT SPIDER-MAN BEING SCHEDULED FOR A TV APPEARANCE?
OUR FRIEND JAMESON IS HAVING CONNIPTIONS ABOUT IT!
SORRY, DAD. THIS SCINTIL-LATING LAD IS MINE TONIGHT!
HMMM--- I SUSPECTED AS MUCH-
THE MOST BEAUTIFUL FEMALE IN TOWN--- AND I CAN'T EVEN AFFORD TO TAKE HER IN A TAXI. NUTS!
REMEMBER, PETE--- FLASH MUSTN'T SUS-PECT THAT WE'RE PLANNING A PARTY FOR HIM.
WHAT'LL I DO WHEN I HAVE TO CHIP IN?
THERE MUST BE A WAY TO--- UH OH! HOPE GWEN DIDN'T NOTICE I CRACKED THE PORCELAIN.
FINALLY, AT THE EVER-POPULAR COFFEE BEAN---
HI, GWENDY. COULDN'T GET A DATE TO-NIGHT, HUH?
COME OFF IT, SOLDIER. WITH PETER ON MY ARM, I FEEL LIKE A SWEEP-STAKES WINNER.

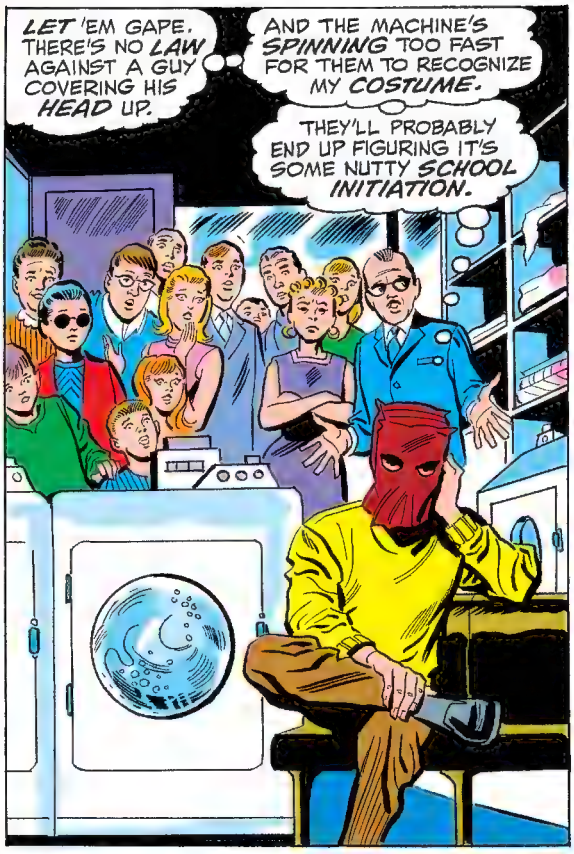
MMMM... IF YOU'RE ALL THAT GROOVY, MAYBE YOU DESERVE MARY JANE.
WHEN WOULD YOU LIKE HIM, DEAR? BEFORE OR AFTER I PULL YOUR HAIR OUT?
LOOK, GORGEOUS... IF YOU'RE IN THE MOOD TO PICK UP STRAYS, HOW ABOUT ME?
WE CAN STILL KEEP PUNY PARKER AROUND FOR LAUGHS!
THAT DOES IT, WISE GUY. IF YOU THINK YOUR UNIFORM GIVES YOU THE RIGHT TO...
CLAM UP, CHOWDER-HEAD, BEFORE I GIVE YOU A KNUCKLE SANDWICH TO CHEW ON.
PETE... FLASH... STOP IT.
I'VE GOTTA TAKE OFF. I'M SO UP-TIGHT, THAT THE SLIGHTEST REMARK COULD MAKE ME BLOW MY STACK.
HEY, PETE... C'MON BACK, BOY. FLASH WAS ONLY CLOWNIN' AROUND!
THERE'S SOMETHING WORRYING HIM. HE HASN'T BEEN HIMSELF ALL NIGHT.
YEAH... I NOTICED THE IMPROVEMENT.
FACE IT, GWEN. YOU'RE JUST HARD TO TAKE.
WHILE, DIRECTLY ACROSS TOWN...
YOU HEARD ME, ROBBIE! I WANT A FRONT PAGE EDITORIAL IN EVERY ISSUE... BLASTING SPIDER-MAN.
HE'S NOT GUESTING ON ANY TV TALK SHOW IF THE BUGLE CAN STOP IT.
NEVER MIND FREEDOM OF THE AIRWAVES. I'M THE BOSS HERE.
THAT'S WHY I CAME TO SEE YOU, JAMESON. 'CAUSE YOU'RE THE BOSS.
WHO IN BLUE BLAZES IS THAT?
NOBODY COMES INTO MY PRIVATE OFFICE UNLESS I SAY SO.
THEN SAY SO, MISTER. LET'S NOT STAND ON CEREMONY.
WHEN ELECTRO TALKS, PEOPLE LISTEN... AND THAT GOES FOR YOU TOO, JAMESON.
ELECTRO!

ELECTRO! I--I DIDN'T KNOW YOU WERE OUT OF JAIL.
RELAX, MISTER. NOBODY'S HURTIN' YOU.
I JUST CAME HERE TO ASK YOU SOMETHING---
STAY BACK! DON'T TOUCH ME WITH THOSE SPARKS.
I HEARD WHAT YOU SAID ABOUT SPIDER-MAN ON TV.
WHAT WOULD IT BE WORTH TO YOU...TO HAVE HIM BEATEN AND UNMASKED ...RIGHT ON THAT SHOW?
YOU MEAN... YOU WOULD DO IT...FOR A PRICE?
YEAH. AND WITH YOUR PAPER BACKIN' ME, I'D PROBABLY GET A HERO'S MEDAL.
WHAT A STORY! WHAT A BREAK! I'LL PAY YOU A COOL THOUSAND.
MAKE IT A HOT FIVE THOUSAND.
F-FIVE THOUSAND DOLLARS?
ALL RIGHT. IT'S A DEAL. IT'LL BE WORTH IT TO ME.
AND NO TRICKS, BRILLO-HEAD.
I'LL BE BACK... FOR THE DOUGH.
IT'S TOO GOOD TO BE TRUE. I'D HAVE PAID TWENTY GRAND.
ANYTHING TO STAMP OUT THAT WALL-CRAWLING WEASEL FOREVER.
I CAN SEE THE HEADLINES NOW... "HEROIC PUBLISHER SQUASHES SPIDER-MAN!"
AND, ON THAT JOYOUS NOTE, WE TURN ONCE AGAIN TO OUR PROBLEM-RIDDEN PETER PARKER...
PETER--- WAIT. WHAT IS IT? WHAT'S WRONG?
IT'S GWEN. WHAT CAN I TELL HER? HOW DO I EXPLAIN?

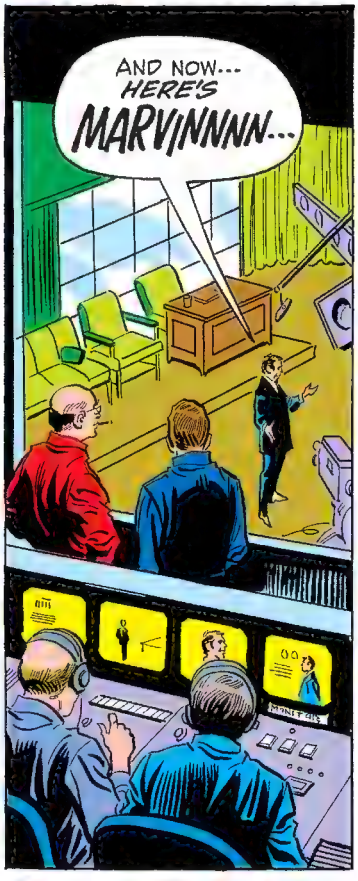

MAYBE... I OUGHTTA TRY TO TELL THE TRUTH FOR A CHANGE... AND SEE HOW IT FEELS.
WHAT'S UPSETTING YOU, PETER? TELL ME... IS IT... IS IT SOMETHING I'VE DONE?
YOU? OH NO, GWENDY... NO.
IT'S JUST THAT EVERYTHING IN MY LIFE... SEEMS TO BE GOING WRONG.
MY GRADES HAVE SLIPPED... AUNT MAY'S STILL WEAK...
IS THAT ALL, PETER?
NO... THERE'S YOU AND ME. HOW DO YOU THINK I FEEL... BEING TOO BROKE TO WINE AND DINE YOU THE WAY I SHOULD?
WHY SHOULD SOMEONE LIKE YOU BE STUCK... WITH A SHNOOK LIKE ME?
DON'T SAY THAT!
I DON'T CARE HOW MUCH MONEY YOU HAVE. YOU'RE THE BEST THING THAT EVER HAPPENED TO ME.
THIS IS IT. NOW'S THE TIME TO FINALLY CONFESS WHAT'S REALLY GNAWING AT ME...
WHY CAN'T I DO IT? WHY CAN'T I TELL HER... ABOUT SPIDER-MAN?
OKAY, HONEY. I'LL STOP FEELING SORRY FOR MYSELF.
AND I'LL HELP YOU, MR. P.
I'D RATHER BE HERE WITH YOU... ON THIS PARK BENCH RIGHT NOW... THAT ANYWHERE ELSE IN THE WHOLE WIDE WORLD.
THIS IS WHY I'VE GOT TO AMOUNT TO SOMETHING SOME DAY.
I'VE GOT TO DO IT... FOR GWEN...
...FOR THE MOST WONDERFUL GIRL I'LL EVER KNOW.
AND, SPEAKING OF WONDERFUL PEOPLE... IT'S TIME TO VISIT JOLLY JONAH... JUST TWO DAYS LATER...
DON'T MISS OUR SPECIAL SHOW TONIGHT... GUEST-STARRING THE AMAZING SPIDER-MAN... IN PERSON.
TELL JOE ROBERTSON TO COME TO MY OFFICE.
I'VE A LITTLE SURPRISE FOR HIM.
12


YOU SENT FOR ME, JJ?
COME IN, ROBBIE. COME IN. WE'VE BOTH BEEN WORKING REAL HARD LATELY--- SO WADDAYA SAY WE TAKE SOME TIME OFF?
I ARRANGED FOR US TO SEE THE MIDNIGHT SHOW... IN PERSON.
I FIGURED YOU WOULD... SINCE SPIDER-MAN'S THEIR GUEST!
HE IS? HOW ABOUT THAT?
I'LL CALL CAPT. STACY AND ASK HIM TO JOIN US, TOO. WE'LL MAKE A GREAT NIGHT OF IT.
LEVEL WITH ME, MAN. WHAT'S THE REAL BIT?
JUST A FEW LAUGHS, M'BOY. THAT'S ALL.
YOU AND STACY ARE ALWAYS SAYING WHAT A HOT-SHOT THAT MASKED MANIAC IS.
WELL, AFTER TONIGHT, MAYBE YOU'LL BOTH BE CHANGING YOUR MINDS.
I DON'T LIKE IT, JJ. YOU'RE TOO HAPPY. THAT MEANS TROUBLE... FOR SOMEONE.
THAT'S WHY YOU'RE A GOOD CITY EDITOR. YOU'VE GOT A SUSPICIOUS MIND.
BUT, WHAT ABOUT THE GUEST STAR HIMSELF--?
GLAD HARRY HAS A DATE TONIGHT. HAVE TO GRAB MY COSTUME.
DIDN'T THINK THEY'D WANT ME SO SOON.
BUT I'D STILL BETTER PHONE AND CONFIRM IT.
635 FI
NO, THIS ISN'T A CRANK CALL. OF COURSE I'M SPIDER-MAN.
WHAT TIME SHOULD I SHOW UP--- AND WHICH STUDIO DO I GO TO?
OKAY. I'LL BE THERE.
RATS! I FORGOT MY COSTUME WAS SO DIRTY... AND MY OTHER ONE IS TORN.
I'LL LOOK LIKE A SLOB ON COLOR TV.
WELL, THERE'S ONLY ONE THING TO DO.
I WASHED IT IN THE SINK, BUT I'LL HAVE TO USE THE LAUNDRY ROOM DRYER AND... UH OH.
I DIDN'T COUNT ON A CONVENTION DOWN HERE.
THERE'S A LAUNDROMAT DOWN THE BLOCK... BUT THERE'S BOUND TO BE PEOPLE THERE, TOO.
CAN'T LET 'EM SEE PETER PARKER DRYING HIS COSTUME.
THINK, SPIDEY... THINK.
13.

AND SO, A FEW FRANTIC MINUTES LATER...
WHAT'S EVERYONE STARING AT?
YOU NEVER SAW A FELLA IN A PAPER BAG MASK BEFORE?
HARDWARE
LAUN
WASH and DRY

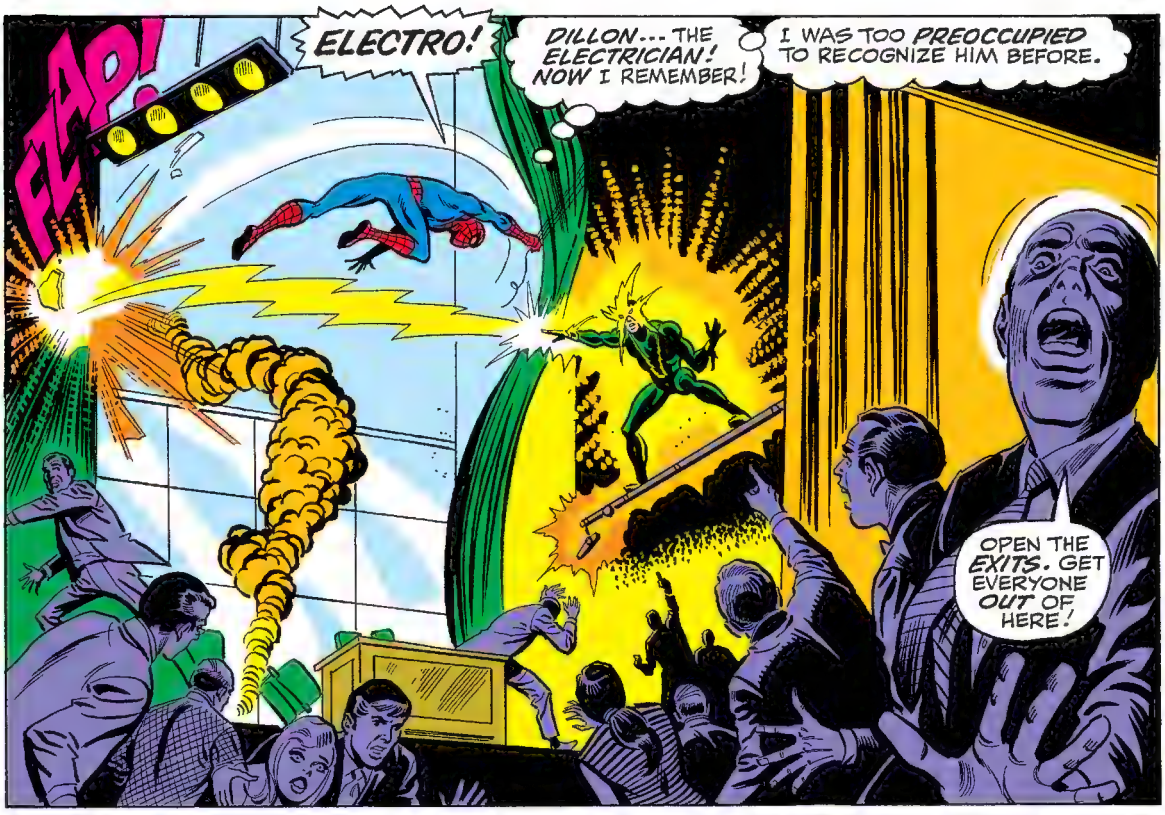

LET 'EM GAPE. THERE'S NO LAW AGAINST A GUY COVERING HIS HEAD UP.
AND THE MACHINE'S SPINNING TOO FAST FOR THEM TO RECOGNIZE MY COSTUME.
THEY'LL PROBABLY END UP FIGURING IT'S SOME NUTTY SCHOOL INITIATION.

FINALLY, AT THE STUDIO ITSELF, THE CAPACITY CROWD AWAITS SPIDEY'S APPEARANCE WITH BREATHLESS ANTICIPATION. ESPECIALLY ONE GRINNING GUEST...
GLAD WE GOT HERE EARLY. WOULDN'T WANNA MISS A MINUTE OF THIS.
NEVER KNEW YOU WERE SUCH A TV FAN, JAMESON.
ME? I'M A CULTURE-LOVER FROM 'WAY BACK.


AND NOW... HERE'S MARVINNNN...

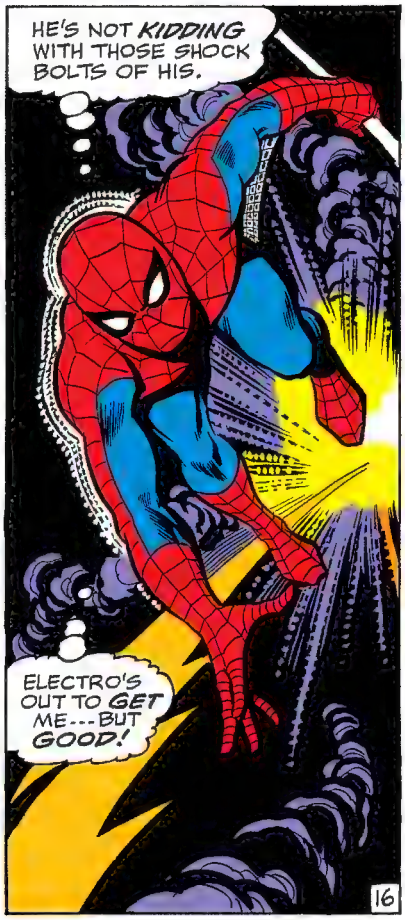
SPIDER-MAN ISN'T HERE YET. WHAT DO YOU SUGGEST WE DO?
MAYBE WE CAN REPLACE HIM... WITH THE BEATLES.
OH, I SEE. ANOTHER INSECT'S NAME.
THAT'S RATHER DROLL, I SUPPOSE.

THAT'S IT... KEEP YUKKIN' IT UP. NONE OF YOU KNOWS WHAT'S IN STORE FOR YA...
AND THAT'S JUST THE WAY I WANT IT.
PERHAPS HE WAS DELAYED ...BY A CAN OF DDT.
WELL, HERE GOES. HOPE I DON'T MAKE A FOOL OF MYSELF.
LOOK ...ABOVE US, IT'S HIM.
WHAT WERE YOU DOING UP THERE?
JUST HANGING AROUND.
WE'RE FRESH OUT OF WEBS... BUT IF YOU'LL TAKE A CHAIR..?
THE FIRST QUESTION I'D LIKE TO ASK IS... WHY DO YOU KEEP YOUR IDENTITY SECRET?
WELL, EH--- MOSTLY IT'S BECAUSE...EH...
TELL ME, WHAT'S THE SECOND QUESTION?
AS YOU MAY KNOW, THE DAILY BUGLE HAS THREATENED TO---
WHAT IS IT? WHAT'S WRONG?
HOLD IT!
WHY'S MY SPIDER SENSE TINGLING?
ZK!
LOOK OUT!
KRAK!
15


FZAP!
ELECTRO!
DILLON... THE ELECTRICIAN! NOW I REMEMBER!
I WAS TOO PREOCCUPIED TO RECOGNIZE HIM BEFORE.
OPEN THE EXITS. GET EVERYONE OUT OF HERE!

JOE! STACY! STAY WHERE YOU ARE.
JAMESON... YOU KNEW THIS WOULD HAPPEN. YOU WERE WAITING FOR IT.
I DON'T WANT YOU TO MISS WHAT'S GONNA HAPPEN TO SPIDER-MAN!
YOU BET YOUR SWEET BIPPY I WAS.

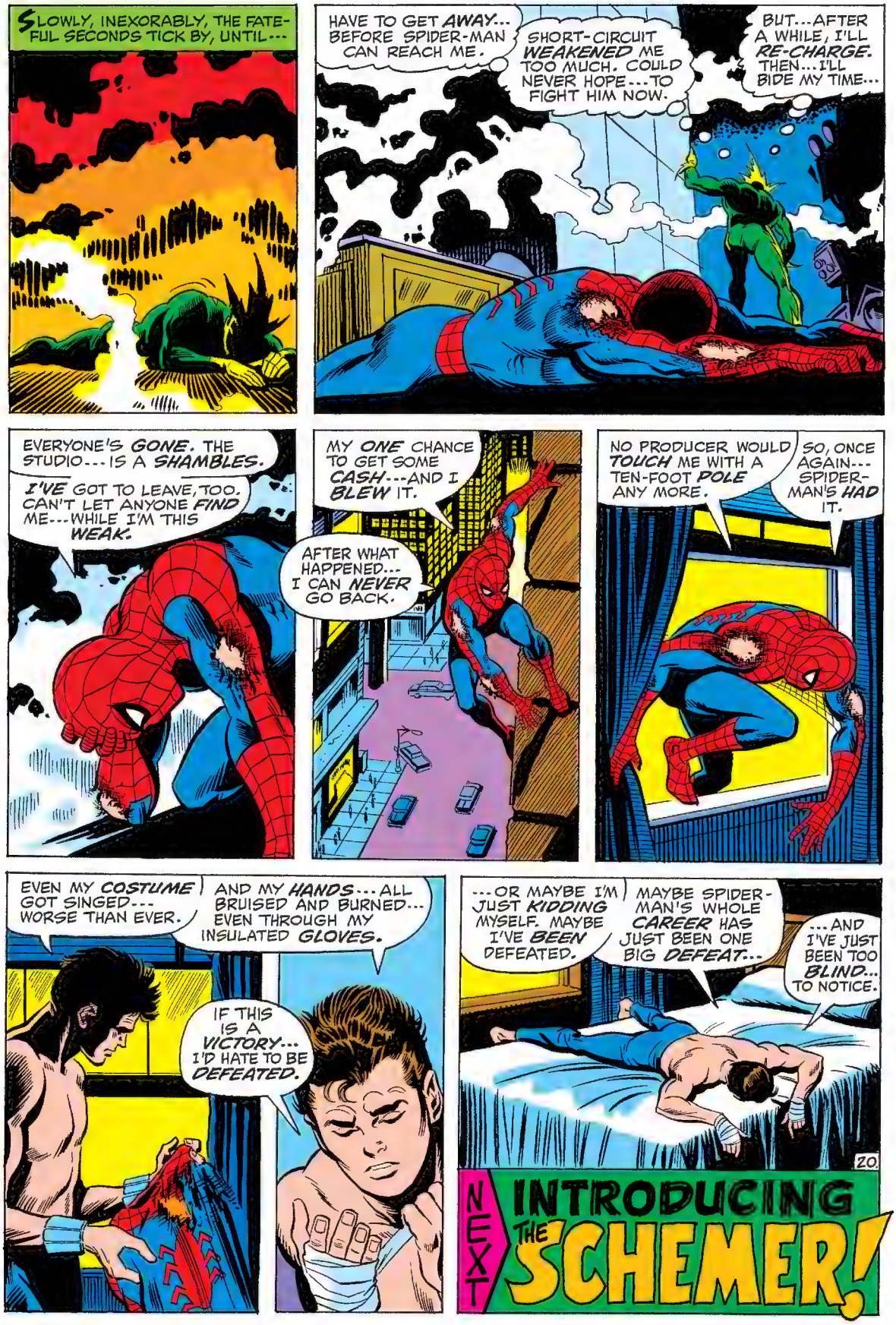
IF YOU ARRANGED THIS CONFRONTATION... IN A PLACE LIKE THIS... YOU MUST HAVE BEEN OUT OF YOUR MIND.
DIDN'T YOU THINK OF THE RISK... THE DANGER TO INNOCENT PEOPLE?
YOU CAN'T PLAY GOD, JAMESON. YOU'VE GOT TO STOP THEM.
STOP THEM? I... I CAN'T. IT'S TOO LATE.


HE'S NOT KIDDING WITH THOSE SHOCK BOLTS OF HIS.
ELECTRO'S OUT TO GET ME... BUT GOOD!

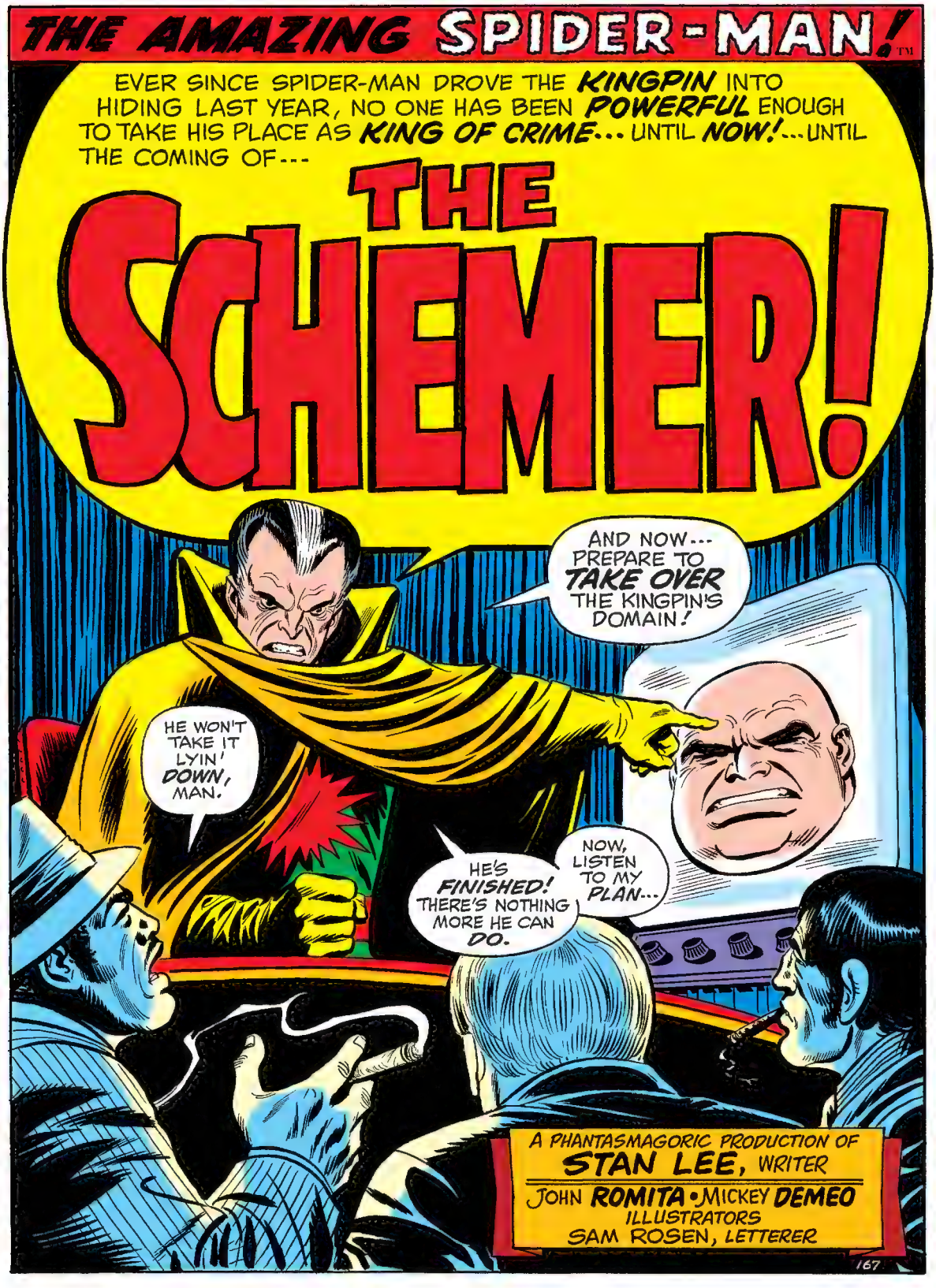
IF I CAN LEAP AT HIM FAST ENOUGH---RIGHT OVER HIS NEXT BOLT---
THAT'S IT, SUCKER ---COME CLOSER --- CLOSER---
ZZZ

HIS AIM IS FANTASTIC. HE'S HIT THE CABLE RIGHT UNDER ME.
MAYBE I CAN SLOW HIM DOWN... WITH MY WEBBING.
PFAK!
NO USE! HE SEVERED THE STRANDS... BEFORE THEY COULD REACH HIM.
BZ!T!
STAY WHERE YOU ARE, AND I'LL END IT FAST NOW. I'M GETTING TIRED OF TOYING WITH YA.
THANK HEAVEN THE AUDIENCE CLEARED OUT... BEFORE SOMEONE COULD GET HURT.
LET'S GO, J.J.
GET HIM, ELECTRO. WHAT'S TAKING SO LONG?
IF MY WEBBING CAN'T REACH HIM... I'VE GOTTA TRIP HIM UP WITH ANYTHING HANDY.
THAT MIKE SHOULD DO THE TRICK.
=UHHH!=
BONNK!
NOW... WHILE HE'S STILL OFF-BALANCE...
HAVE TO STRIKE FAST... BEFORE HE CAN FORCE ME TO THE FLOOR.
FROM HERE ON IN...IT'S HIT AND RUN!
UNHHH! HIS ELECTRICAL CHARGE DEFLECTED MY BLOW.

BUT I STILL MANAGED TO KNOCK HIM TO THE FLOOR.
SO IT'S NOW OR NEVER... WHILE HE'S REELING...
DID IT! I MANAGED TO SNARE HIS WRISTS
HE'S INCREASING HIS VOLTAGE... TO SNAP THE BONDS... JUST AS I HOPED.
NOW... IF I CAN PULL HARD ENOUGH...
...BEFORE HE GETS FREE...
IT WORKED! MAKING HIS HANDS AND FEET TOUCH IS LIKE CROSSING LIVE WIRES...
I GOT HIM TO SHORT-CIRCUIT HIMSELF!
HE WAS DEFEATED BY... HIS OWN POWER.
BUT... THE ELECTRIC FEEDBACK ...TOO MUCH ...FOR ME TO HANDLE...
...CAN'T ...HOLD ON ...TO WALL...


SLOWLY, INEXORABLY, THE FATEFUL SECONDS TICK BY, UNTIL---
HAVE TO GET AWAY... BEFORE SPIDER-MAN CAN REACH ME.
SHORT-CIRCUIT WEAKENED ME TOO MUCH. COULD NEVER HOPE---TO FIGHT HIM NOW.
BUT...AFTER A WHILE, I'LL RE-CHARGE. THEN...I'LL BIDE MY TIME...
EVERYONE'S GONE. THE STUDIO---IS A SHAMBLES.
I'VE GOT TO LEAVE, TOO. CAN'T LET ANYONE FIND ME---WHILE I'M THIS WEAK.
MY ONE CHANCE TO GET SOME CASH---AND I BLEW IT.
AFTER WHAT HAPPENED... I CAN NEVER GO BACK.
NO PRODUCER WOULD TOUCH ME WITH A TEN-FOOT POLE ANY MORE.
SO, ONCE AGAIN--- SPIDER-MAN'S HAD IT.
EVEN MY COSTUME GOT SINGED--- WORSE THAN EVER.
AND MY HANDS---ALL BRUISED AND BURNED... EVEN THROUGH MY INSULATED GLOVES.
IF THIS IS A VICTORY... I'D HATE TO BE DEFEATED.
...OR MAYBE I'M JUST KIDDING MYSELF. MAYBE I'VE BEEN DEFEATED.
MAYBE SPIDER-MAN'S WHOLE CAREER HAS JUST BEEN ONE BIG DEFEAT...
...AND I'VE JUST BEEN TOO BLIND... TO NOTICE.
20
NEXT
INTRODUCING THE SCHEMER!

SPIDER-MAN
15¢
83
APR
MARVEL COMICS GROUP
the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
SPIDEY TANGLES WITH A STRANGE NEW SUPER-VILLAIN... AND A DEADLY OLD-TIME ENEMY!
JOHN ROMITA
THE COMING OF.. THE SCHEMER!


THE AMAZING SPIDER-MAN!™
EVER SINCE SPIDER-MAN DROVE THE KINGPIN INTO HIDING LAST YEAR, NO ONE HAS BEEN POWERFUL ENOUGH TO TAKE HIS PLACE AS KING OF CRIME... UNTIL NOW!...UNTIL THE COMING OF---
THE SCHEMER!
AND NOW... PREPARE TO TAKE OVER THE KINGPIN'S DOMAIN!
HE WON'T TAKE IT LYIN' DOWN, MAN.
HE'S FINISHED! THERE'S NOTHING MORE HE CAN DO.
NOW, LISTEN TO MY PLAN...
A PHANTASMAGORIC PRODUCTION OF
STAN LEE, WRITER
JOHN ROMITA • MICKEY DEMEO
ILLUSTRATORS
SAM ROSEN, LETTERER
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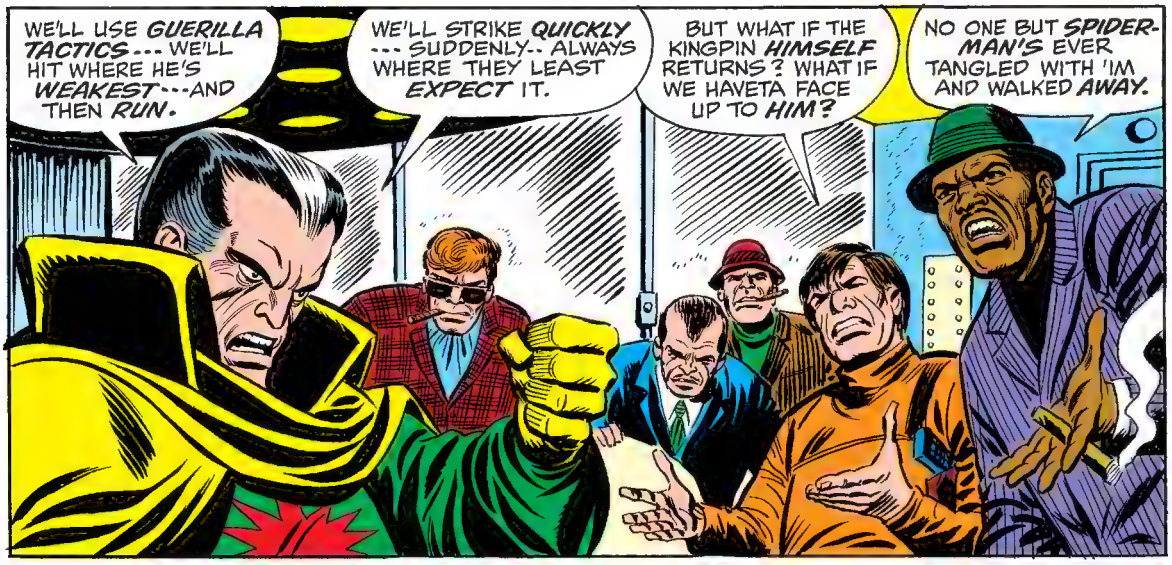
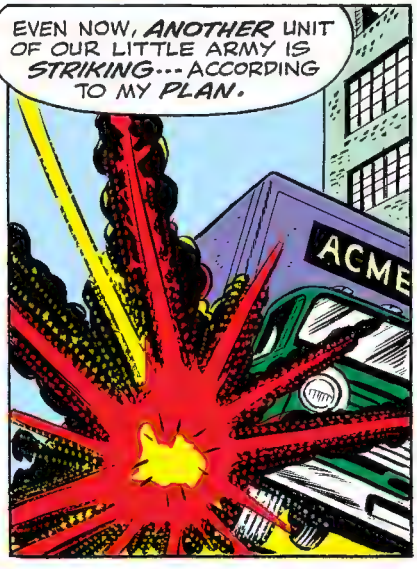
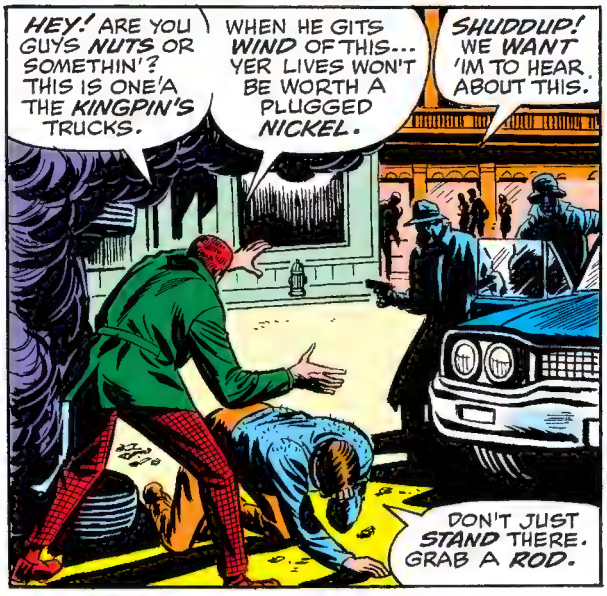

WE'LL USE GUERILLA TACTICS--- WE'LL HIT WHERE HE'S WEAKEST---AND THEN RUN.
WE'LL STRIKE QUICKLY --- SUDDENLY-- ALWAYS WHERE THEY LEAST EXPECT IT.
BUT WHAT IF THE KINGPIN HIMSELF RETURNS? WHAT IF WE HAVETA FACE UP TO HIM?
NO ONE BUT SPIDER-MAN'S EVER TANGLED WITH 'IM AND WALKED AWAY.

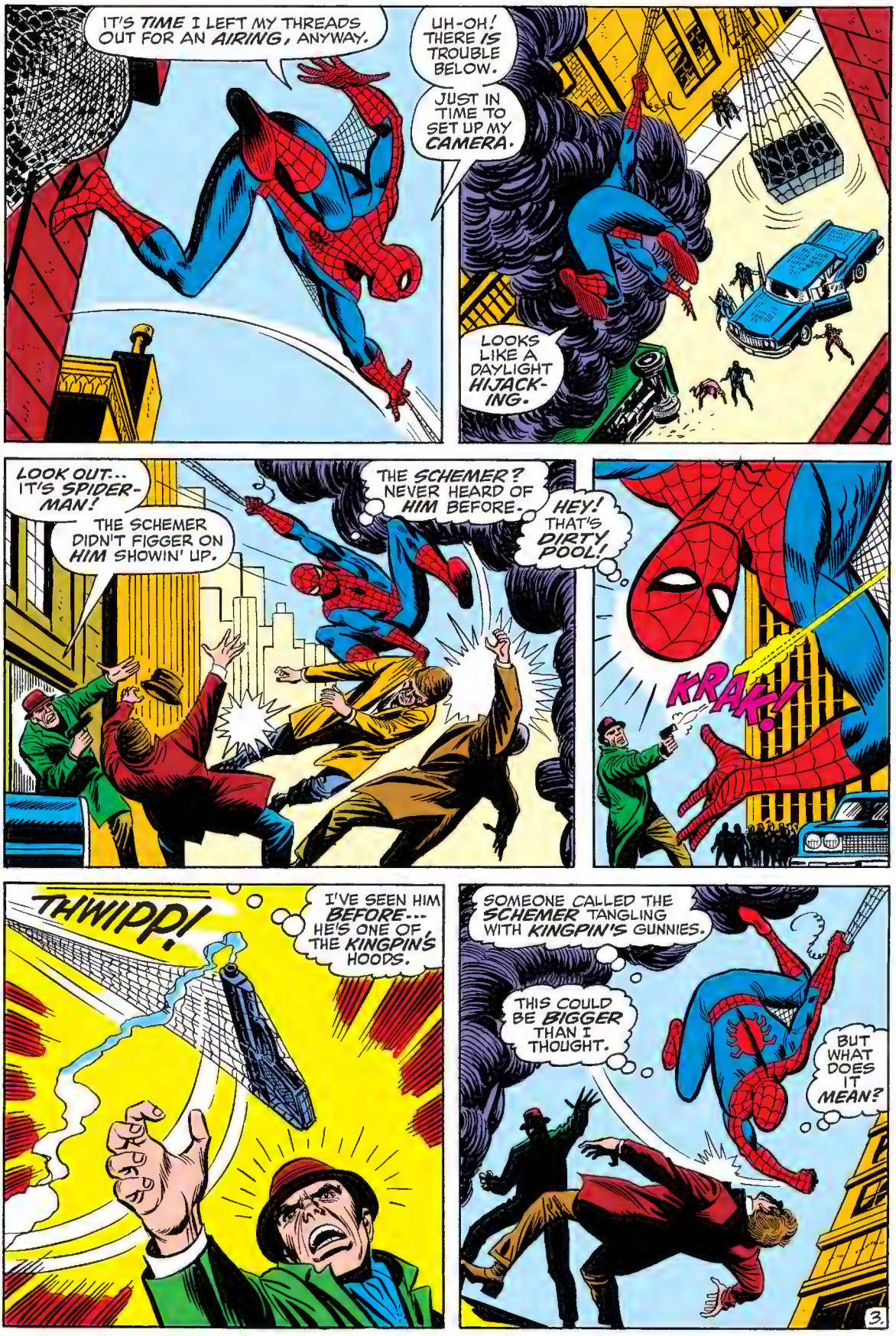
WE WILL FACE THAT PROBLEM WHEN WE COME TO IT.
BUT UNTIL THEN, REMEMBER ONE THING---

NOT FOR NOTHING AM I CALLED---THE SCHEMER!


EVEN NOW, ANOTHER UNIT OF OUR LITTLE ARMY IS STRIKING--- ACCORDING TO MY PLAN.
ACME


HEY! ARE YOU GUYS NUTS OR SOMETHIN'? THIS IS ONE'A THE KINGPIN'S TRUCKS.
WHEN HE GITS WIND OF THIS... YER LIVES WON'T BE WORTH A PLUGGED NICKEL.
SHUDDUP! WE WANT 'IM TO HEAR ABOUT THIS.
DON'T JUST STAND THERE. GRAB A ROD.

AT THAT MOMENT---A COUPLE OF BLOCKS AWAY--
THAT EXPLOSION MAY NOT HAVE MEANT ANYTHING, BUT ON THE OTHER HAND---
NO HARM IN SPIDEY CHECKING IT OUT.
2.

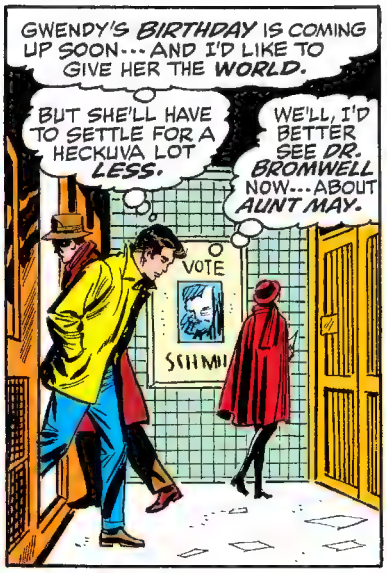

IT'S TIME I LEFT MY THREADS OUT FOR AN AIRING, ANYWAY.
UH-OH! THERE IS TROUBLE BELOW.
JUST IN TIME TO SET UP MY CAMERA.
LOOKS LIKE A DAYLIGHT HIJACK-ING.
LOOK OUT... IT'S SPIDER-MAN!
THE SCHEMER DIDN'T FIGGER ON HIM SHOWIN' UP.
THE SCHEMER? NEVER HEARD OF HIM BEFORE.
HEY! THAT'S DIRTY POOL!
KRAK!
THWIPP!
I'VE SEEN HIM BEFORE... HE'S ONE OF THE KINGPIN'S HOODS.
SOMEONE CALLED THE SCHEMER TANGLING WITH KINGPIN'S GUNNIES.
THIS COULD BE BIGGER THAN I THOUGHT.
BUT WHAT DOES IT MEAN?
3.

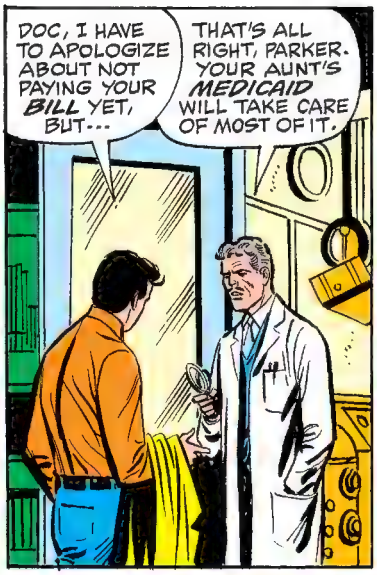
IF THE KINGPIN'S BACK IN ACTION, THEN--- HEY!
BETTER STOP DAY-DREAMING, SPIDEY.
I'LL HOLD 'IM--- YOU FINISH 'IM--- QUICK.
I BEEN ITCHIN' TO DO THIS FOR YEARS.
USE YER BLASTER, DUMMY! HE'S TOO STRONG FOR YA!
YEOW--- MY HAND!
THOP
OKAY, GENTS, NOW THAT YOU'VE HAD YOUR FUN---
I'LL JUST LEAVE YOU HERE--- TO FINISH WHERE YOU LEFT OFF.
SINCE YOU'RE NOT HURTING ANYBODY BUT YOURSELVES --- I'M GONNA SPLIT.
KOK!
---'CAUSE I'VE GOT ALL THE PICTURES THAT I NEED BY NOW.
---AND I NEED SOME TIME TO THINK!
IF HIS MOB IS STILL IN ACTION--- IT MEANS THE KINGPIN HASN'T QUIT.
AND THAT MEANS BIG TROUBLE.
ALSO, I'VE GOT TO LEARN MORE ABOUT THE SCHEMER.
ANYONE POWERFUL ENOUGH TO CHALLENGE THE KING-PIN---
UH-OH--- THEY'RE CUTTING OUT NOW.
4.

WELL, THIS IS ONE TIME I REALLY PLAYED IT SAFE.
I GOT MY PICTURES ...AND TOOK OFF WHILE I'M STILL AHEAD OF THE GAME.
BUT I CAN'T GET THE SCHEMER OUT OF MY MIND.
I DIDN'T THINK ANY MOB LEADER WOULD HAVE THE NERVE TO STEP ON THE KING-PIN'S TOES.
WITH HIS CUNNING... HIS WEALTH... AND HIS SUPER-STRENGH, HE'S THE MOST DANGEROUS CRIME LORD ALIVE.
EVEN SPIDER-MAN ALMOST BECAME HIS VICTIM.
I STILL REMEMBER THE LAST TIME I SAW HIM.
JUST WHEN HE SEEMED TO BE TRAPPED, HE ESCAPED IN A SPEEDING GET-AWAY CAR...
AND I CAN'T FORGET THAT THE DRIVER SEEMED TO BE... A WOMAN.
BOY! IF OLD FATSO EVER HAD A GIRL FRIEND...OR A WIFE...I WONDER WHAT SHE'D BE LIKE?
WELL, THAT'S ONE THING SPIDEY DOESN'T HAVE TO WORRY ABOUT.
BUT, PETER PARKER HAS BEEN WRONG BEFORE. AND NOW, WE WONDER, AS WE CHANGE OUR SCENE... CAN HE BE WRONG AGAIN..?
COME IN. I HAVE BEEN WAITING FOR YOU.
5

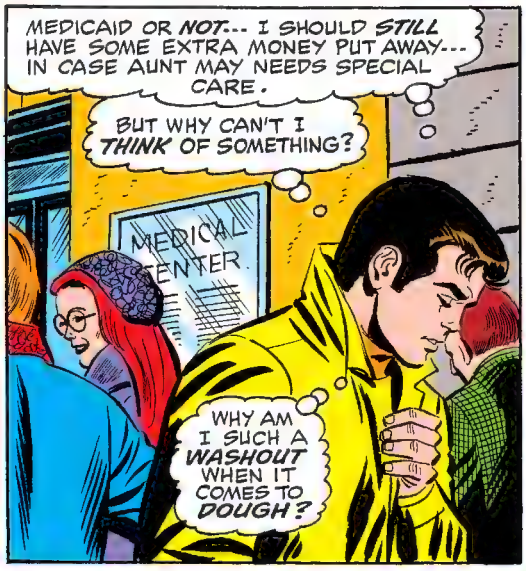
WAITING, VANESSA? WHY?
BECAUSE OF...SOMETHING I FOUND.
YOU TOLD ME OUR SON DECIDED TO REMAIN IN EUROPE AFTER COLLEGE...
YOU TOLD ME--- HE WANTED TO BE ON HIS OWN.
BUT YOU NEVER TOLD ME--- THIS!
WEALTHY STUDENT MISSING IN ALPS! BELIEVED TO HAVE MET WITH FATAL ACCIDENT!
SAID TO HAVE BEEN DESPONDENT
I DIDN'T WANT TO WORRY YOU--- BECAUSE IT'S LIES... ALL LIES!
HE WASN'T DESPONDENT. HE DIDN'T HAVE AN ACCIDENT. NOTHING HAPPENED TO HIM--- IT COULDN'T HAVE! NOT TO THE KINGPIN'S SON!
I KNEW IT... I ALWAYS KNEW IT.
ALL THESE MONTHS--- MY HEART TOLD ME--- THAT OUR SON WAS--- DEAD!
HE MUST HAVE READ ABOUT YOU--- IN THE PAPERS--- EVEN OVER THERE. WHEN HE LEARNED WHAT HIS FATHER REALLY WAS--- HE--- COULDN'T BEAR--- TO LIVE WITH IT.
NO! IT ISN'T SO. IT ISN'T. IT ISN'T! IT CAN'T BE!
NO SON OF MINE COULD BE SO WEAK--- SO SPINELESS!
FRAK!
6

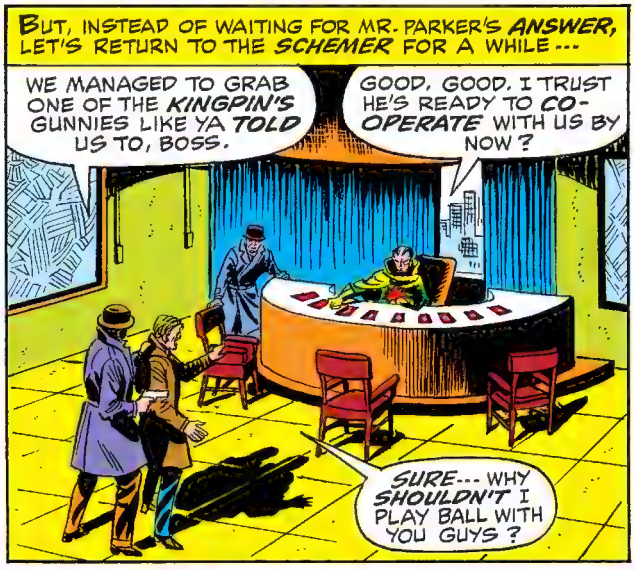
RICHARD WAS MY SON, TOO. AND NOW... WE BOTH HAVE LOST HIM... FOREVER.
BE QUIET! I WILL NOT LISTEN TO ANY MORE.
YOUR ANGER... CANNOT BRING HIM BACK.
NO... BUT IT CAN DRIVE ME INTO ACTION AGAIN.
ANYTHING IS BETTER THAN THIS HIDING... AND THIS ENDLESS, FUTILE WAITING.
WHILE, IN ANOTHER PART OF TOWN...
PICTURES OF SOME CHEAP HOODS SLUGGING IT OUT?
DAILY BUGLE
IS THIS THE BEST YOU CAN BRING ME, PARKER?
BUT HOW ABOUT SPIDER-MAN... HE'S ON THE PIX, TOO!
BUT WHO CARES ABOUT HIM FIGHTING SOME PENNY-ANTE PUNKS? THESE PICTURES ARE NO-WHERE, BOY.
THEN I'LL SELL THEM TO THE GLOBE.
ALL RIGHT, ALL RIGHT... I'LL GIVE YOU FIVE BUCKS EACH... 'CAUSE I'M AN OLD SOFTIE.
IT'S ROBBERY... BUT HE'S GOT ME OVER A BARREL..SINCE I'M BROKE.
OKAY, BIG SPENDER... I'LL TAKE IT.
WHY IS IT ALWAYS THE RICHEST GUYS WHO ARE THE CHEAPEST?
PETER, DID YOU..? WELL! HE DIDN'T EVEN NOTICE ME.
I HATE TO SOUND DISLOYAL, MR. ROBERTSON... BUT NOBODY EVER LEAVES MR. JAMESON'S OFFICE WITH A SMILE.
STILL, I DON'T KNOW WHAT MAKES THE KID SO UPTIGHT. HE SHOULD BE USED TO JONAH BY NOW.
GUESS I SHOULDN'T COMPLAIN. IT'S STILL MORE THAN I HAD WHEN I WENT IN.
BUT IT'S NOTHING COMPARED TO HOW MUCH I NEED.
DAILY BUGLE
7.


GWENDY'S BIRTHDAY IS COMING UP SOON--- AND I'D LIKE TO GIVE HER THE WORLD.
BUT SHE'LL HAVE TO SETTLE FOR A HECKUVA LOT LESS.
WE'LL, I'D BETTER SEE DR. BROMWELL NOW--- ABOUT AUNT MAY.
VOTE
SCHMI


DOC, I HAVE TO APOLOGIZE ABOUT NOT PAYING YOUR BILL YET, BUT---
THAT'S ALL RIGHT, PARKER. YOUR AUNT'S MEDICAID WILL TAKE CARE OF MOST OF IT.

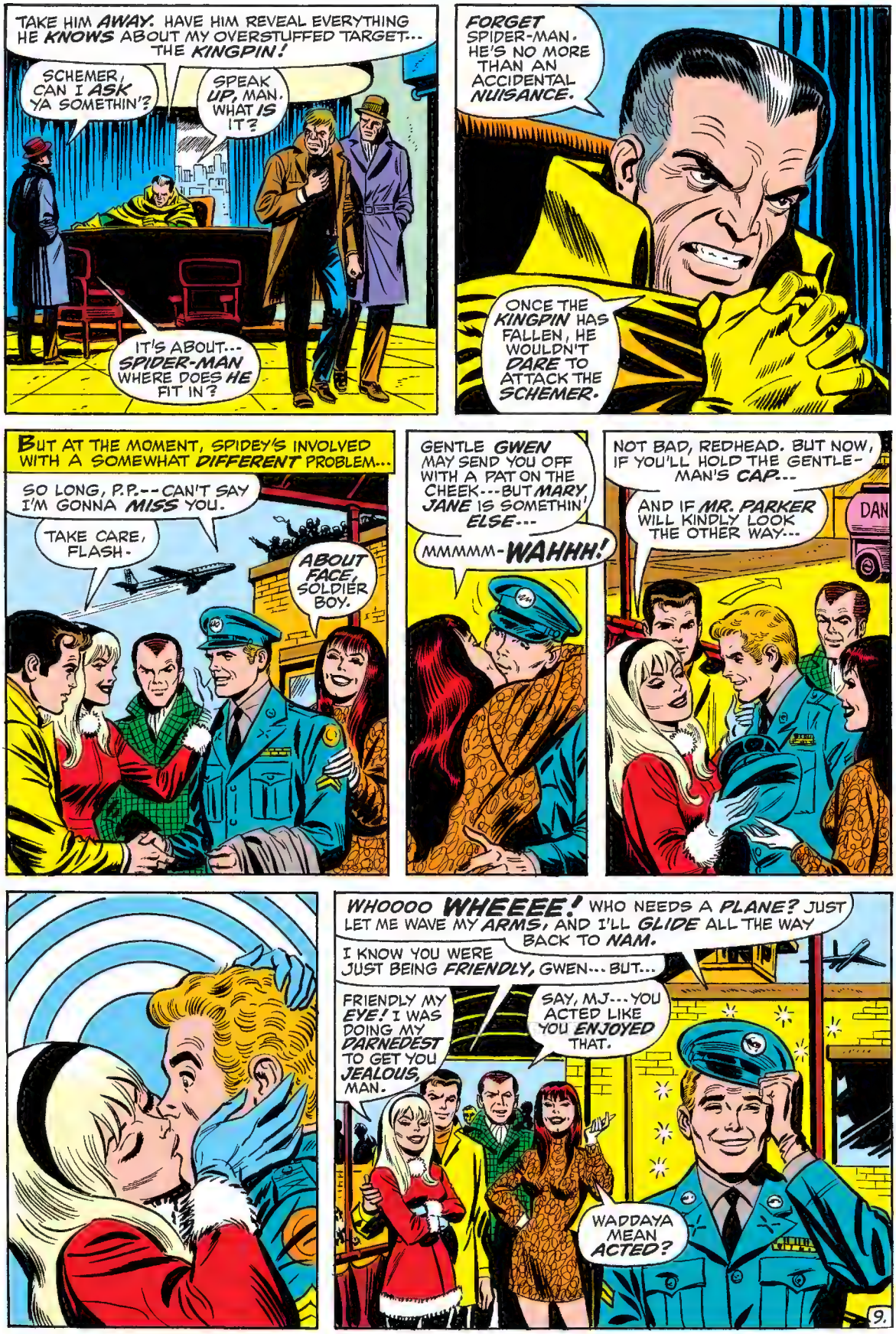
WOW! THAT'S RIGHT. I FORGOT ABOUT THAT.
BUT I'M STILL WORRIED ABOUT HER CONDITION, SON.
SHE'S STILL WEAK--- NEEDS LOTS OF CARE.


MEDICAID OR NOT--- I SHOULD STILL HAVE SOME EXTRA MONEY PUT AWAY--- IN CASE AUNT MAY NEEDS SPECIAL CARE.
BUT WHY CAN'T I THINK OF SOMETHING?
MEDICAL CENTER
WHY AM I SUCH A WASHOUT WHEN IT COMES TO DOUGH?

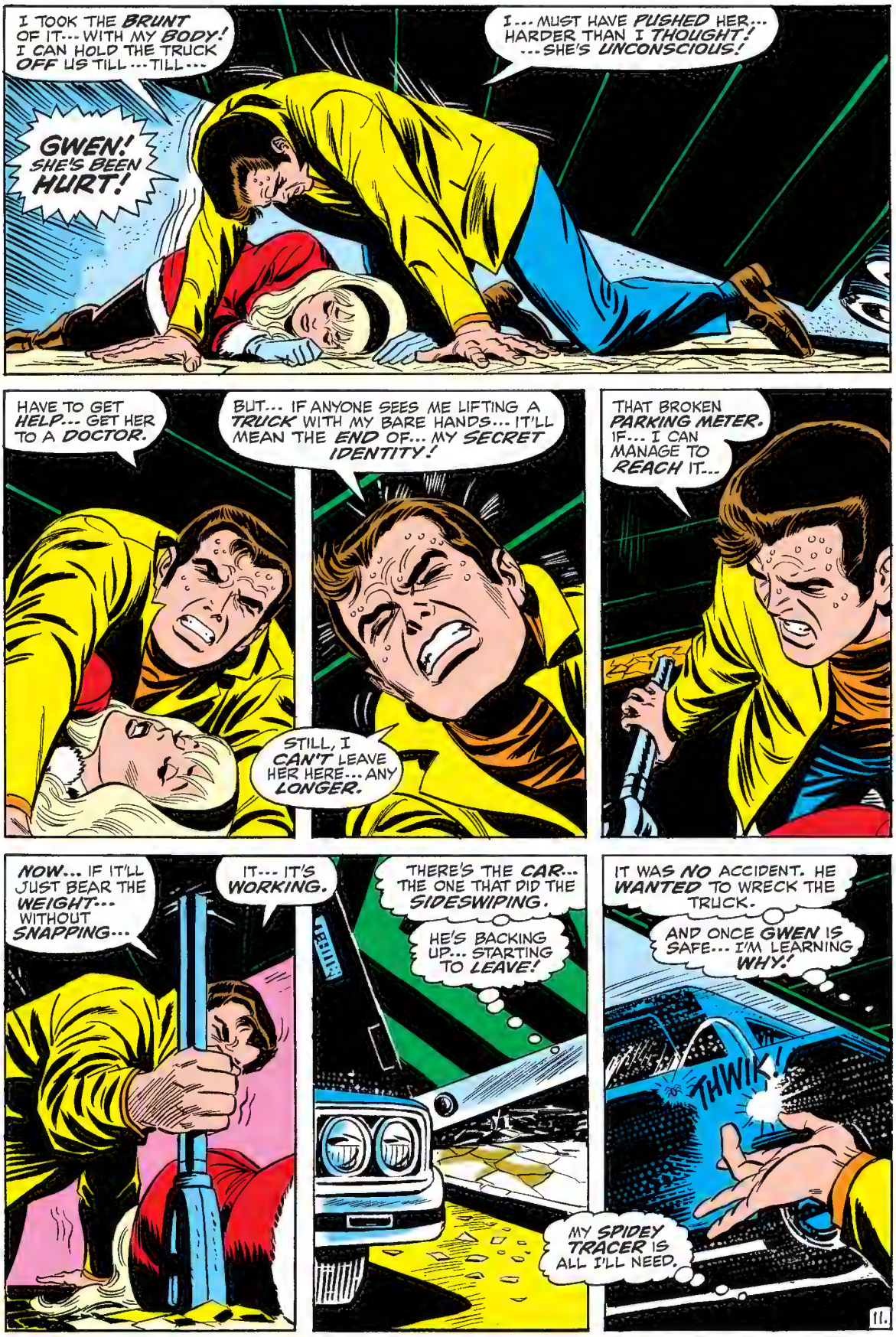

BUT, INSTEAD OF WAITING FOR MR. PARKER'S ANSWER, LET'S RETURN TO THE SCHEMER FOR A WHILE ---
WE MANAGED TO GRAB ONE OF THE KINGPIN'S GUNNIES LIKE YA TOLD US TO, BOSS.
GOOD, GOOD. I TRUST HE'S READY TO CO-OPERATE WITH US BY NOW?
SURE--- WHY SHOULDN'T I PLAY BALL WITH YOU GUYS?

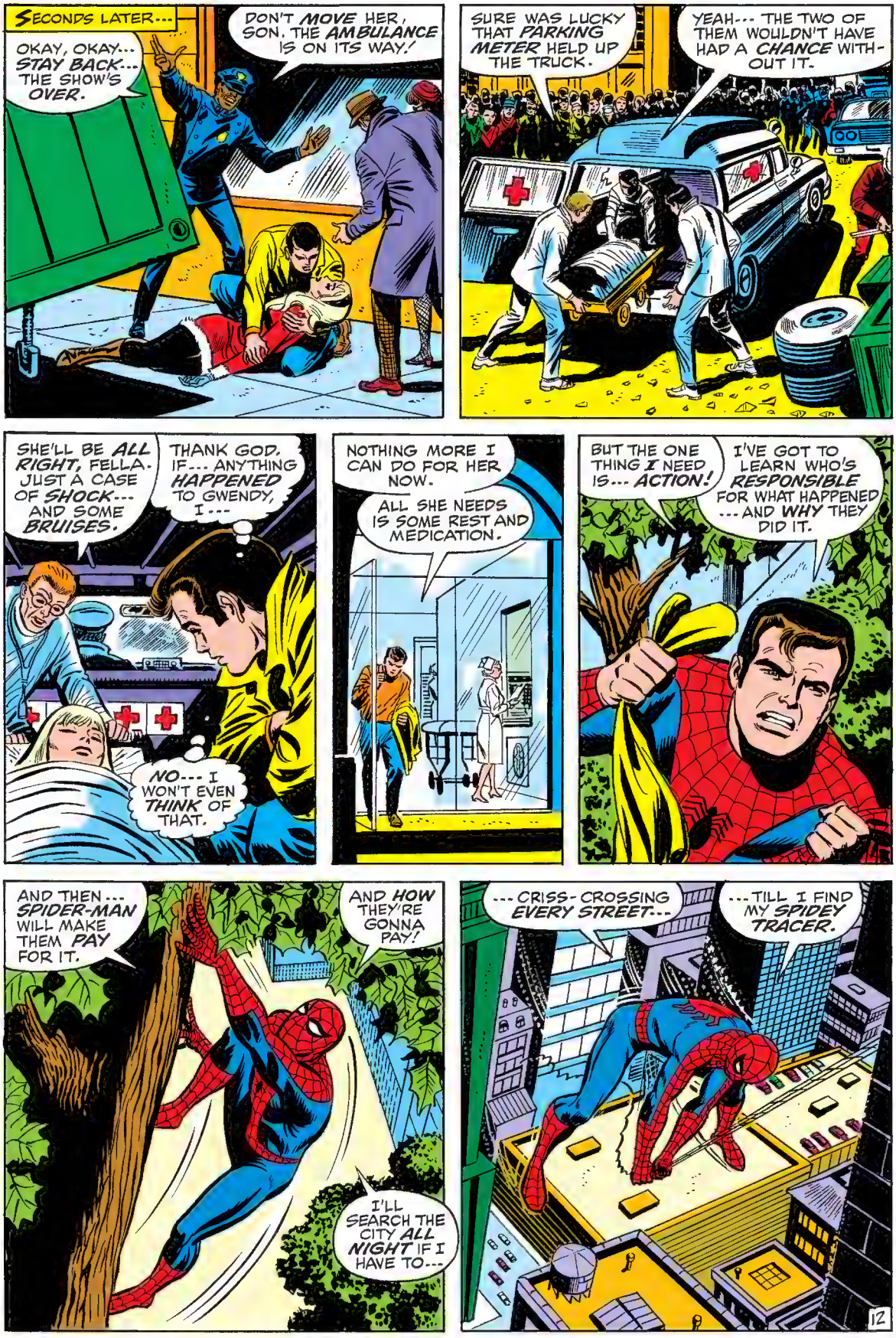
THE KINGPIN AIN'T SHOWN HIMSELF FOR MONTHS. HE DON'T CARE ABOUT US--- SO I AIN'T TAKIN' NO RAP FOR HIM.
I'LL TELL YA WHATEVER YA WANNA KNOW ABOUT HIM.
NATURALLY. IT ISN'T SAFE TO DEFY THE SCHEMER!

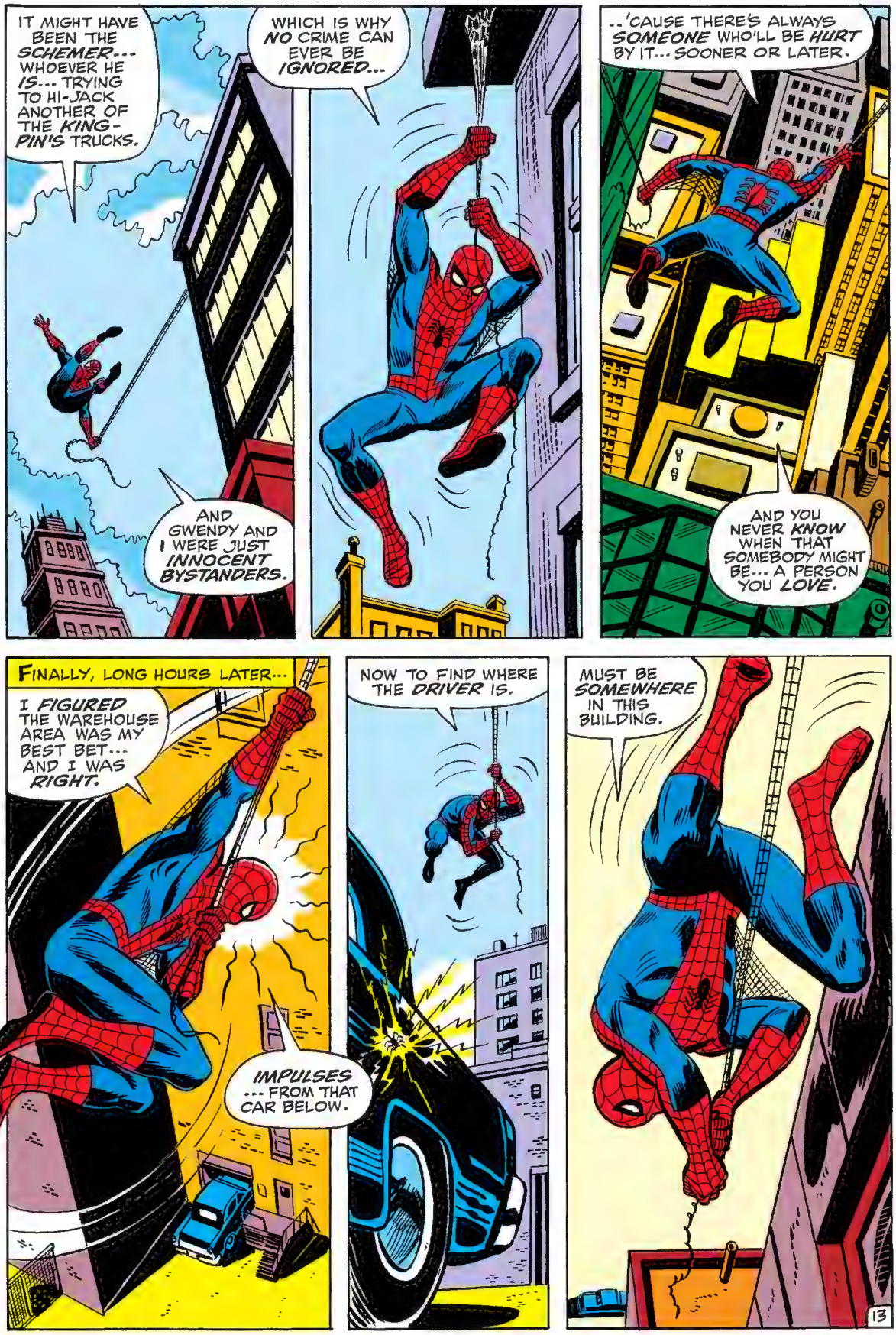
BUT, I WARN YOU--- NO TRICKS.
THE SCHEMER CANNOT BE FOOLED.
IF YOU TRY TO DECEIVE ME, YOU'LL LIVE TO REGRET IT... BUT NOT FOR VERY LONG.


TAKE HIM AWAY. HAVE HIM REVEAL EVERYTHING HE KNOWS ABOUT MY OVERSTUFFED TARGET... THE KINGPIN!
SCHEMER, CAN I ASK YA SOMETHIN'?
SPEAK UP, MAN. WHAT IS IT?
IT'S ABOUT... SPIDER-MAN WHERE DOES HE FIT IN?
FORGET SPIDER-MAN. HE'S NO MORE THAN AN ACCIDENTAL NUISANCE.
ONCE THE KINGPIN HAS FALLEN, HE WOULDN'T DARE TO ATTACK THE SCHEMER.
BUT AT THE MOMENT, SPIDEY'S INVOLVED WITH A SOMEWHAT DIFFERENT PROBLEM...
SO LONG, P.P.--CAN'T SAY I'M GONNA MISS YOU.
TAKE CARE, FLASH.
ABOUT FACE, SOLDIER BOY.
GENTLE GWEN MAY SEND YOU OFF WITH A PAT ON THE CHEEK---BUT MARY JANE IS SOMETHIN' ELSE---
MMMMM-WAHHH!
NOT BAD, REDHEAD. BUT NOW, IF YOU'LL HOLD THE GENTLEMAN'S CAP...
AND IF MR. PARKER WILL KINDLY LOOK THE OTHER WAY---
DAN
WHOOOO WHEEEE! WHO NEEDS A PLANE? JUST LET ME WAVE MY ARMS, AND I'LL GLIDE ALL THE WAY BACK TO NAM.
I KNOW YOU WERE JUST BEING FRIENDLY, GWEN... BUT...
FRIENDLY MY EYE! I WAS DOING MY DARNEDEST TO GET YOU JEALOUS, MAN.
SAY, MJ... YOU ACTED LIKE YOU ENJOYED THAT.
WADDAYA MEAN ACTED?
9.

BOY, IF YOU TWO KIDS WERE RECRUITING SERGEANTS, THERE WOULDN'T BE A CIVILIAN LEFT IN TOWN..
COME BACK SAFELY, SOLDIER BOY.
WHICH IS WORSE...? STAYING BEHIND WHILE OTHER GUYS ARE DOING THE FIGHTING..?
...OR FIGHTING IN A WAR THAT NOBODY WANTS ...AGAINST AN ENEMY YOU DON'T EVEN HATE?
WHY SO SOLEMN, MAN'O MINE?
I DON'T KNOW, GWENDY. SOMETIMES I FEEL THAT NOTHING MAKES SENSE.
OH, YOU MUSTA BEEN LISTENING TO GWENDOLYN AGAIN.
HEY, HOW ABOUT CATCHING EASY RIDER WITH US?
SORRY, SWEETIE. I WANT THE LAD ALL TO MY GREEDY LITTLE SELF TONIGHT.
GLAD YOU DID THAT, GWENDY. I JUST WASN'T IN THE MOOD.
THERE'S SOMETHING ...I'VE BEEN WANTING TO-- TALK TO YOU ABOUT...
THEN CHOMP THOSE LIPS, LOVER. I'M LISTENING AWAY.
WHA--? MY SPIDER SENSE-- STARTING TO TINGLE. BUT...WHY?
SKREEEE!
THAT SPEEDING TRUCK... BEING SIDESWIPED... BY ANOTHER CAR!
GWEN... LOOK OUT!
10


I TOOK THE BRUNT OF IT--- WITH MY BODY! I CAN HOLD THE TRUCK OFF US TILL --- TILL ---
I --- MUST HAVE PUSHED HER--- HARDER THAN I THOUGHT! --- SHE'S UNCONSCIOUS!
GWEN! SHE'S BEEN HURT!
HAVE TO GET HELP--- GET HER TO A DOCTOR.
BUT--- IF ANYONE SEES ME LIFTING A TRUCK WITH MY BARE HANDS--- IT'LL MEAN THE END OF--- MY SECRET IDENTITY!
STILL, I CAN'T LEAVE HER HERE--- ANY LONGER.
THAT BROKEN PARKING METER. IF--- I CAN MANAGE TO REACH IT---
NOW--- IF IT'LL JUST BEAR THE WEIGHT--- WITHOUT SNAPPING---
IT--- IT'S WORKING.
THERE'S THE CAR--- THE ONE THAT DID THE SIDESWIPING.
HE'S BACKING UP--- STARTING TO LEAVE!
IT WAS NO ACCIDENT. HE WANTED TO WRECK THE TRUCK.
AND ONCE GWEN IS SAFE--- I'M LEARNING WHY!
THWIK!
MY SPIDEY TRACER IS ALL I'LL NEED.
11.

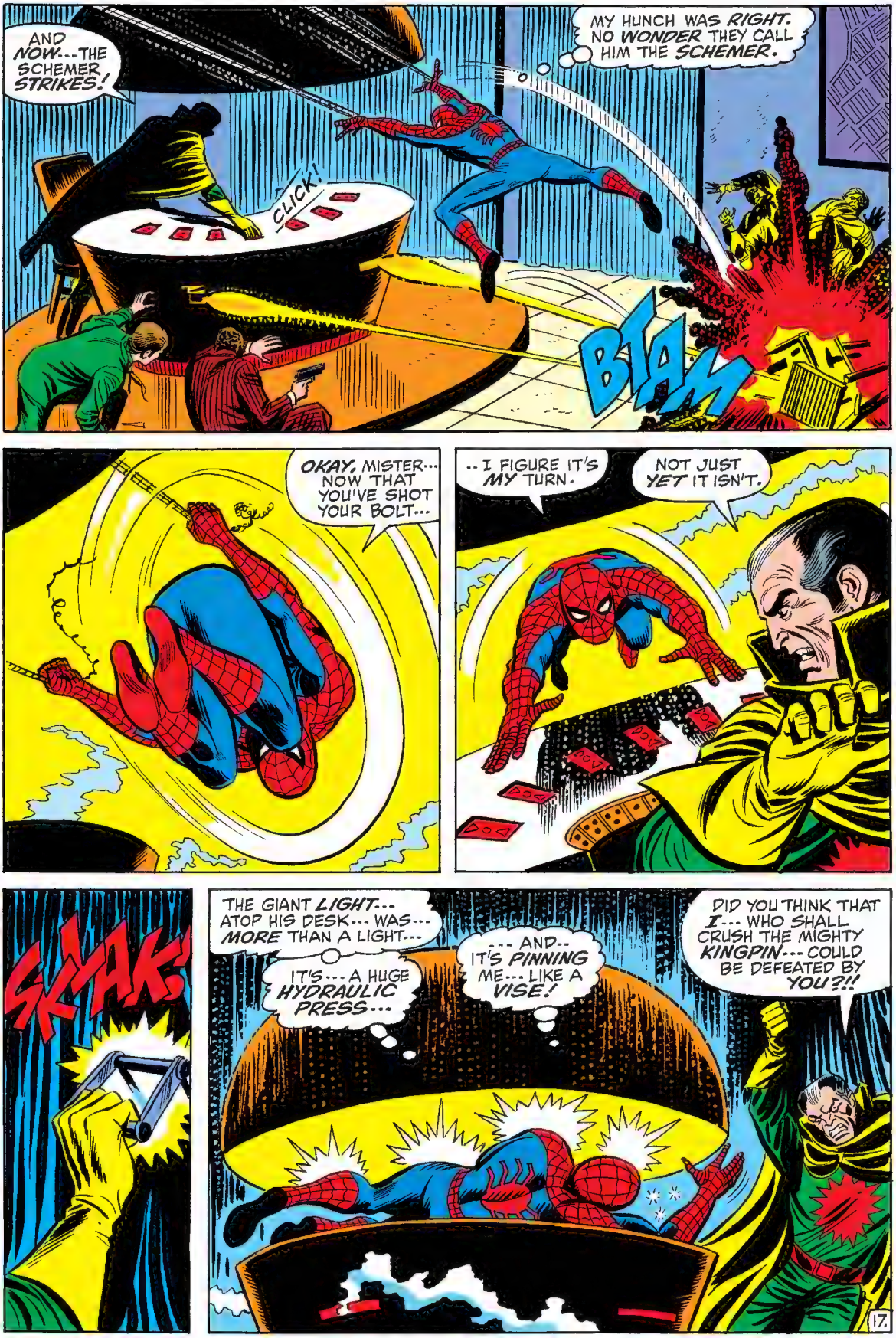

SECONDS LATER...
OKAY, OKAY... STAY BACK... THE SHOW'S OVER.
DON'T MOVE HER, SON. THE AMBULANCE IS ON ITS WAY!
SURE WAS LUCKY THAT PARKING METER HELD UP THE TRUCK.
YEAH--- THE TWO OF THEM WOULDN'T HAVE HAD A CHANCE WITHOUT IT.
SHE'LL BE ALL RIGHT, FELLA. JUST A CASE OF SHOCK--- AND SOME BRUISES.
THANK GOD. IF--- ANYTHING HAPPENED TO GWENDY, I---
NO--- I WON'T EVEN THINK OF THAT.
NOTHING MORE I CAN DO FOR HER NOW.
ALL SHE NEEDS IS SOME REST AND MEDICATION.
BUT THE ONE THING I NEED IS--- ACTION!
I'VE GOT TO LEARN WHO'S RESPONSIBLE FOR WHAT HAPPENED --- AND WHY THEY DID IT.
AND THEN --- SPIDER-MAN WILL MAKE THEM PAY FOR IT.
AND HOW THEY'RE GONNA PAY!
I'LL SEARCH THE CITY ALL NIGHT IF I HAVE TO---
--- CRISS-CROSSING EVERY STREET---
--- TILL I FIND MY SPIDEY TRACER.
12

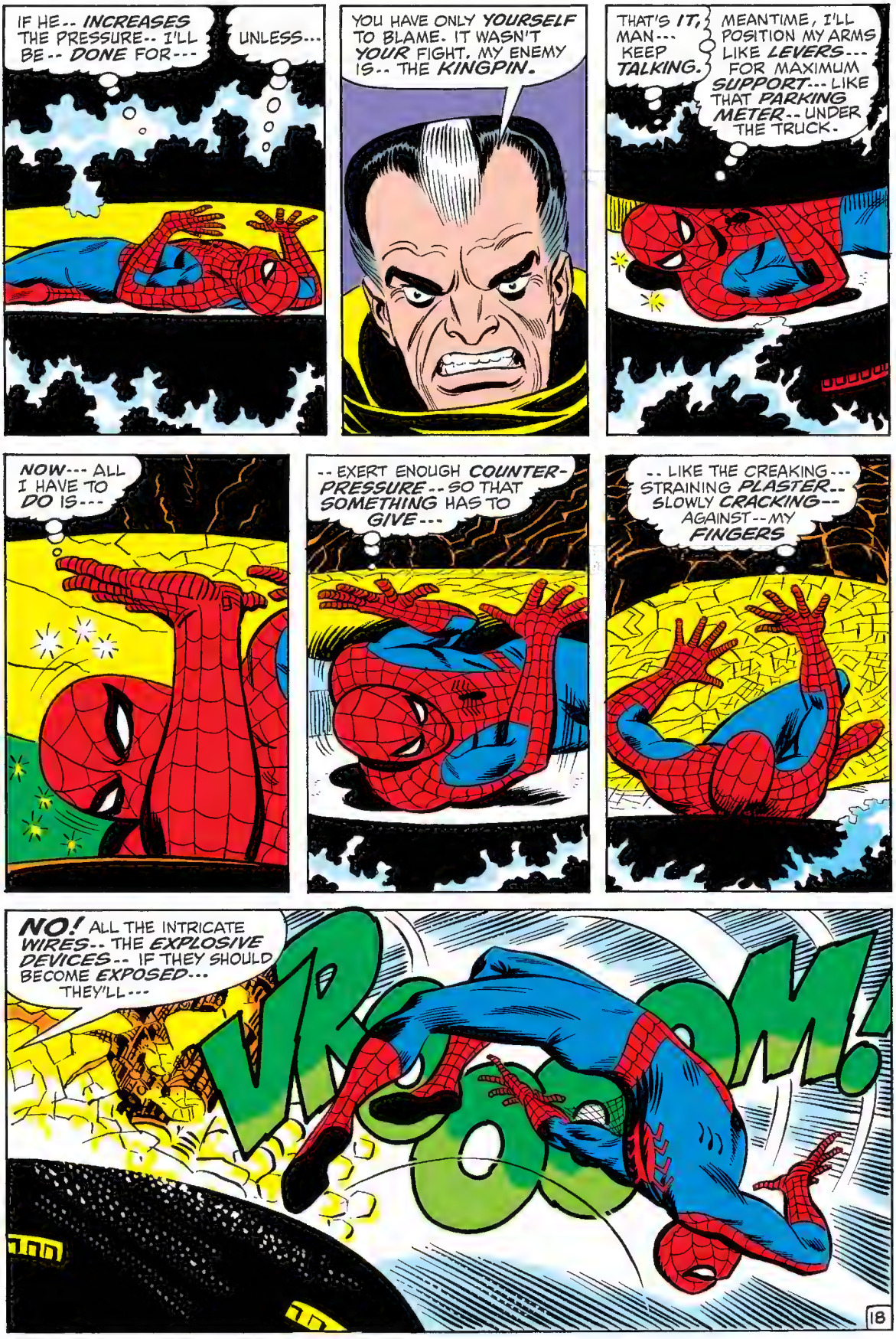

IT MIGHT HAVE BEEN THE SCHEMER--- WHOEVER HE IS... TRYING TO HI-JACK ANOTHER OF THE KING-PIN'S TRUCKS.
WHICH IS WHY NO CRIME CAN EVER BE IGNORED...
AND GWENDY AND I WERE JUST INNOCENT BYSTANDERS.
..'CAUSE THERE'S ALWAYS SOMEONE WHO'LL BE HURT BY IT... SOONER OR LATER.
AND YOU NEVER KNOW WHEN THAT SOMEBODY MIGHT BE... A PERSON YOU LOVE.
FINALLY, LONG HOURS LATER...
I FIGURED THE WAREHOUSE AREA WAS MY BEST BET... AND I WAS RIGHT.
IMPULSES --- FROM THAT CAR BELOW.
NOW TO FIND WHERE THE DRIVER IS.
MUST BE SOMEWHERE IN THIS BUILDING.
13

THIS IS IT. I RECOGNIZE SOME OF THOSE HOODS... THEY WERE IN THE SCHEMER'S MOB.
THAT CREEP IN THE CAPE MUST BE THE SCHEMER HIMSELF.
MIGHT AS WELL TRY TO TAKE THEM BY SURPRISE...
AND THIS IS AS GOOD A WAY AS ANY...
FTANNG!
HEY... SOMEONE'S AT THE WINDOW.
THIS HIGH UP? IT CAN ONLY BE SPIDER-MAN!
GET OVER THERE, YOU FOOLS... DON'T GIVE HIM A CHANCE!
NOT VERY SPORTING OF YOU, SCHEMER!
COME BACK! HE TRICKED US!
STOP HIM! STOP HIM!

DON'T CROWD, BOYS. I'M NOT GOING ANY-WHERE.
C'MON--- C'MON--- PILE ON 'IM.
NOT TILL I GET WHAT I CAME FOR.
YOU GOT HIM! GOOD. GOOD.
NOT EVEN SPIDER-MAN CAN BEAT IMPOSS-IBLE ODDS!
YOU'RE RIGHT, CORN-BALL---
BUT IF YOU THINK THESE ODDS ARE IMPOSSIBLE--- FORGET IT, MAN!
KOK!
HAVE TO KEEP MOVING--- AND FAST.
THESE GUYS ARE PLAYING FOR KEEPS.
KRAK!
BUT THIS TIME--- SO AM I!
TAP!

NOT EVEN SPIDER-MAN CAN SPOIL MY PLANS NOW--- WHEN THEY ARE FINALLY SO CLOSE TO FRUITION.
THK!
WHERE'D YOU LEARN TO TALK THAT WAY, SCHEMER?-- IN THE STANDARD SUPER-VILLAINS' MANUAL?
THAT WAS TOO CLOSE... MUSTN'T GIVE HIM ANOTHER TRY!
WHIPPP!
I'LL GET 'IM---
IN A PIG'S EYE YOU WILL!
ZAK!
A MOST IMPRESSIVE PERFORM-ANCE. A PITY IT WILL DO YOU NO GOOD.
THOSE OPENINGS IN HIS DESK--- I'M RIGHT IN FRONT OF THEM.
AND I DON'T LIKE IT!
16


AND NOW...THE SCHEMER STRIKES!
CLICK!
MY HUNCH WAS RIGHT. NO WONDER THEY CALL HIM THE SCHEMER.
BTAM
OKAY, MISTER... NOW THAT YOU'VE SHOT YOUR BOLT...
..I FIGURE IT'S MY TURN.
NOT JUST YET IT ISN'T.
SKYAK
THE GIANT LIGHT... ATOP HIS DESK... WAS... MORE THAN A LIGHT...
IT'S... A HUGE HYDRAULIC PRESS...
... AND.. IT'S PINNING ME... LIKE A VISE!
DID YOU THINK THAT I... WHO SHALL CRUSH THE MIGHTY KINGPIN... COULD BE DEFEATED BY YOU?!!


IF HE-- INCREASES THE PRESSURE-- I'LL BE-- DONE FOR---
UNLESS...
YOU HAVE ONLY YOURSELF TO BLAME. IT WASN'T YOUR FIGHT, MY ENEMY IS-- THE KINGPIN.
THAT'S IT, MAN--- KEEP TALKING.
MEANTIME, I'LL POSITION MY ARMS LIKE LEVERS--- FOR MAXIMUM SUPPORT--- LIKE THAT PARKING METER-- UNDER THE TRUCK.
NOW--- ALL I HAVE TO DO IS---
-- EXERT ENOUGH COUNTER-PRESSURE-- SO THAT SOMETHING HAS TO GIVE---
-- LIKE THE CREAKING--- STRAINING PLASTER-- SLOWLY CRACKING-- AGAINST-- MY FINGERS
NO! ALL THE INTRICATE WIRES-- THE EXPLOSIVE DEVICES-- IF THEY SHOULD BECOME EXPOSED--- THEY'LL---
VROOM!
18

LATER, AS THE SMOKE BEGINS TO CLEAR---
THE PLACE IS A WRECK--- AND MY GUN-HAPPY SPARRING PARTNERS ARE ALL KNOCKED OUT!
BUT THE SCHEMER--- HE'S GONE. HE MADE HIS ESCAPE DURING THE BLAST.
EVEN IF THE BIG FISH GOT AWAY, AT LEAST I PAID THEM BACK FOR GWEN.
GWEN! I'VE GOT TO GET BACK TO HER.
SHE'LL BE WONDERING WHERE I AM.
IT'S STARTING TO SNOW.
ANOTHER FEW MINUTES AND MY CLOTHES WOULD BE SOAKED WHERE I LEFT THEM!
HOSPITAL
BETTER HURRY--- BEFORE VISITING HOURS ARE OVER.
I'VE STILL GOT ANOTHER FEW MIN---OH--- THERE'S GWEN'S DAD.
HI, CAPTAIN STACY. HOW'S GWENDY?
SHE WAS ASKING ABOUT YOU, PETER.
19

HEY--- IF ALL PATIENTS WERE AS VOOMY AS YOU--- EVERY GUY WOULD WANNA BE A DOCTOR.
IS-- SOMETHING WRONG? DON'T YOU--- HEAR ME?
I HEAR YOU.
I HEAR MY EVER-LOVING BOY FRIEND WHO CARES SO MUCH ABOUT ME THAT HE STAYED AWAY TILL NOW.
DAD, WOULD YOU SHOW MR. PARKER OUT? I WOULDN'T WANT TO KEEP HIM FROM MORE IMPORTANT THINGS.
HONEY, YOU--- YOU'VE GOT IT ALL WRONG.
NOT NOW, SON. SHE NEEDS HER REST.
HOW CAN SHE THINK--- THAT I LEFT--- 'CAUSE I WASN'T CONCERNED?
MOST FEMALES TEND TO THINK WITH THEIR EMOTIONS, PETER---
AND YOU KNOW HOW SPIRITED GWEN IS.
I'M SURE SHE'LL SEE THINGS DIFFERENTLY IN THE MORNING.
YOU'D THINK I COULD TAKE IT IN STRIDE BY NOW.
I SHOULD BE USED TO PEOPLE NEVER KNOWING THE TRUTH ABOUT ME.
THE TRUTH ABOUT YOU? I-- I DON'T UNDERSTAND, PETER.
HUH? OH-- I MEANT--- I WISH I COULD MAKE HER SEE--- HOW I REALLY FEEL ABOUT HER.
=WHEW= YOU ALMOST BLEW IT THAT TIME, PARKER.
GWEN'S DAD IS TOO SHARP. THE SLIGHTEST SLIP ON MY PART COULD MAKE HIM SUSPECT MY SECRET.
--- IF HE DOESN'T ALREADY SUSPECT.
WHY DO I SUDDENLY FEEL SO COLD?
IS IT THE WEATHER--- OR THE FACT THAT I FEEL MY LIFE IS REACHING A TURNING POINT--?
AND I'M AFRAID TO GUESS--- HOW IT MAY ALL TURN OUT.
NEXT
THE KINGPIN TAKES OVER!

SPIDER-MAN
15¢
84
MAY
the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
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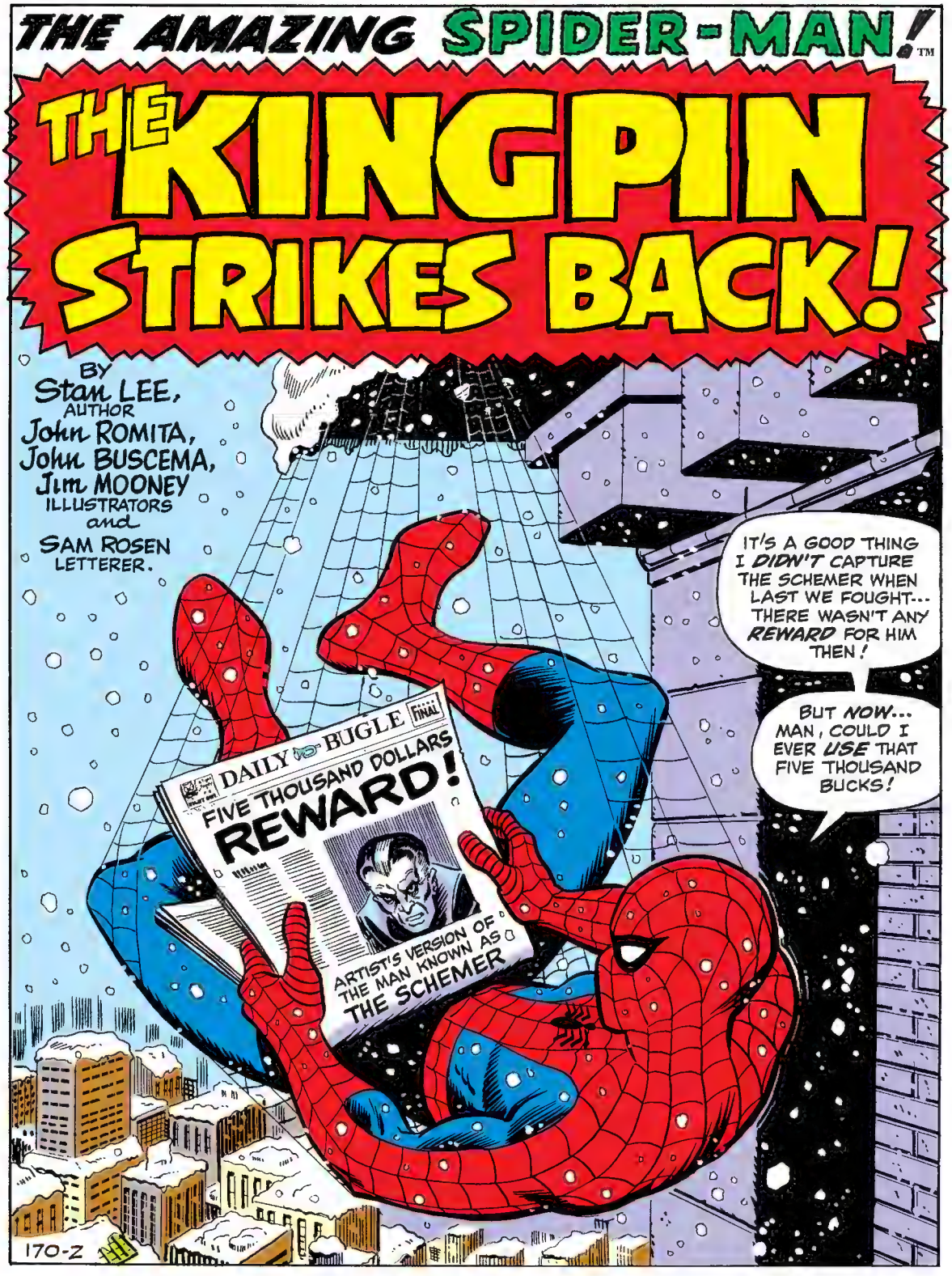
THE KINGPIN STRIKES BACK!


THE AMAZING SPIDER-MAN!™
THE KINGPIN STRIKES BACK!
BY Stan LEE, AUTHOR
John ROMITA, John BUSCEMA, Jim MOONEY ILLUSTRATORS
and SAM ROSEN LETTERER.
IT'S A GOOD THING I DIDN'T CAPTURE THE SCHEMER WHEN LAST WE FOUGHT... THERE WASN'T ANY REWARD FOR HIM THEN!
BUT NOW... MAN, COULD I EVER USE THAT FIVE THOUSAND BUCKS!
DAILY BUGLE FINAL
FIVE THOUSAND DOLLARS REWARD!
ARTIST'S VERSION OF THE MAN KNOWN AS THE SCHEMER
170-2

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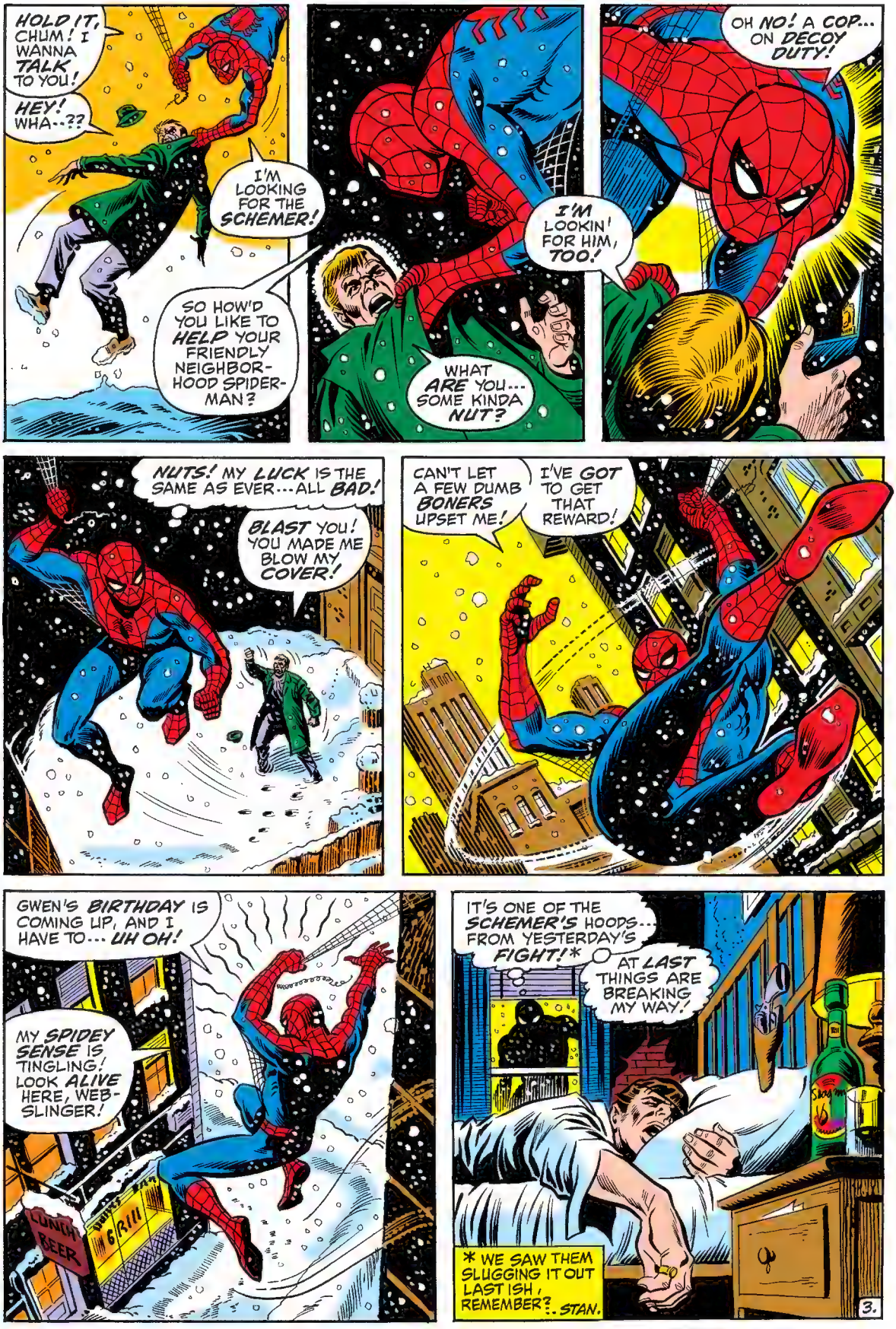
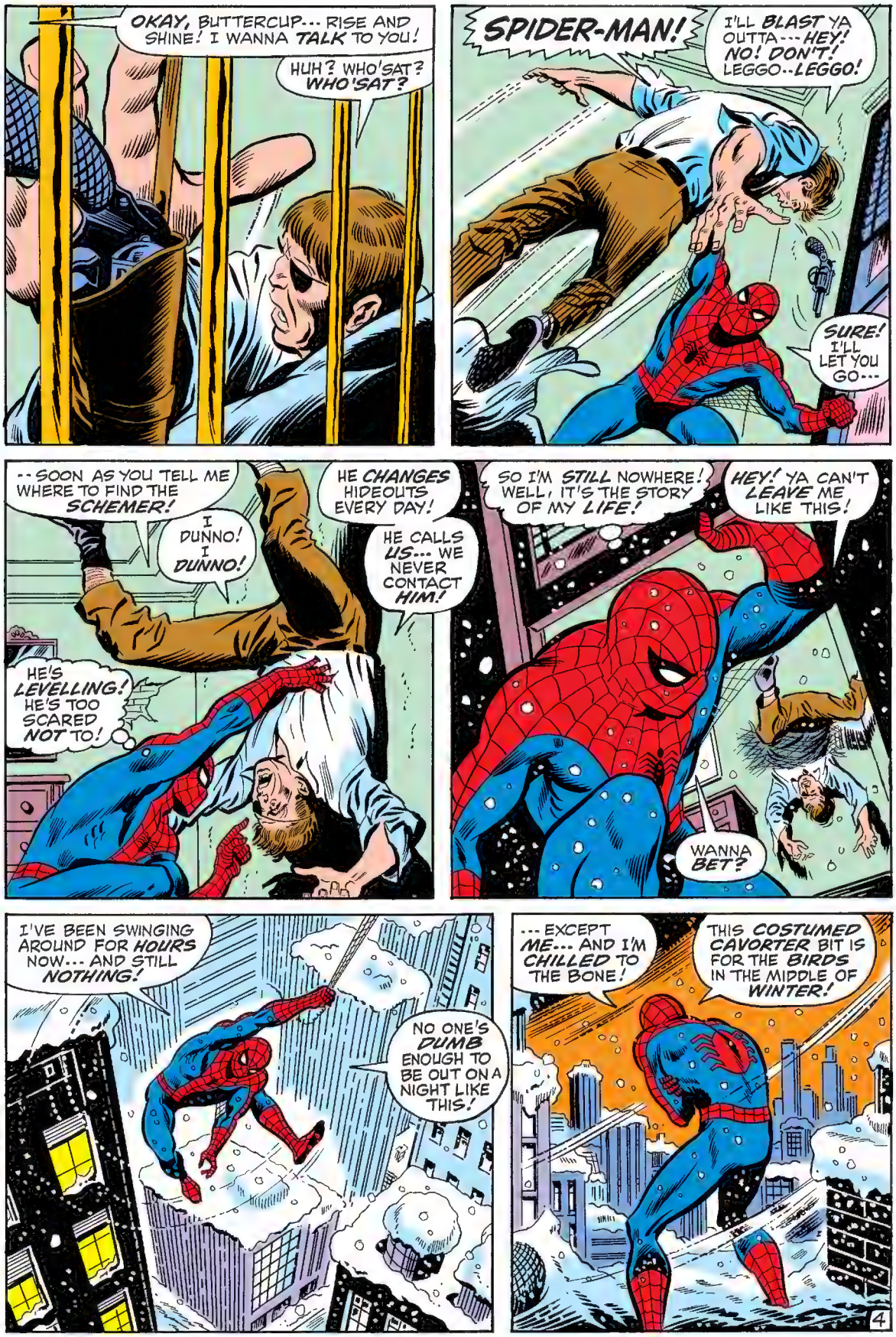
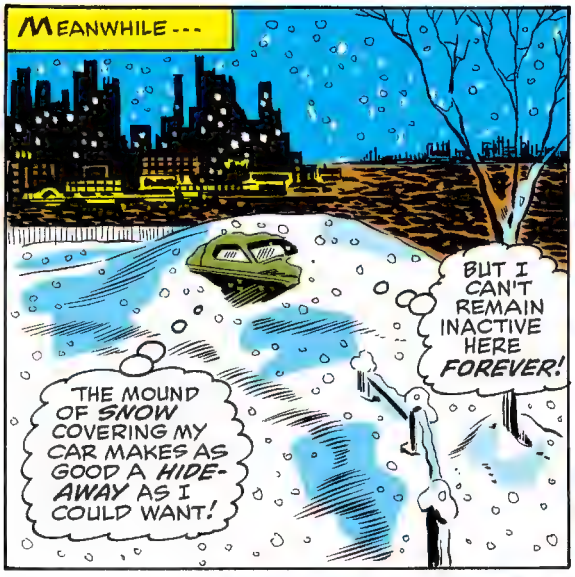
I WONDER WHO'S OFFERING THE REWARD? IT DOESN'T MENTION THE POLICE!
THE ONLY ADDRESS IS A POST OFFICE BOX!
WELL, WHO CARES WHERE THE DOUGH IS COMING FROM---
---LONG AS SPIDEY'S THE ONE TO GET IT!
A BUS... STUCK IN THE SNOW!
HE'LL NEVER GET HIMSELF OUT THAT WAY!
WHHRRRRRRR
SOMEBODY GO FOR THE COPS... QUICK!
SPIDER-MAN'S TRYIN' TO HIJACK THE BUS!
SIMMER DOWN, BIRD-BRAIN! I WAS ONLY TRYING TO HELP!
WHEN--- WHEN WILL I LEARN TO MIND MY OWN BUSINESS?
IF I STOPPED A FOREST FIRE, THEY'D FINE ME FOR BEING IN THE WOODS WITHOUT A LICENSE!
I'D BETTER STICK TO FINDING THE SCHEMER!
I'LL BEGIN BY QUESTIONING SOME OF THE PUNKS AROUND TOWN!
2.


HOLD IT, CHUM! I WANNA TALK TO YOU!
HEY! WHA--??
I'M LOOKING FOR THE SCHEMER!
SO HOW'D YOU LIKE TO HELP YOUR FRIENDLY NEIGHBOR-HOOD SPIDER-MAN?
I'M LOOKIN' FOR HIM, TOO!
WHAT ARE YOU... SOME KINDA NUT?
OH NO! A COP... ON DECOY DUTY!
NUTS! MY LUCK IS THE SAME AS EVER... ALL BAD!
BLAST YOU! YOU MADE ME BLOW MY COVER!
CAN'T LET A FEW DUMB BONERS UPSET ME!
I'VE GOT TO GET THAT REWARD!
GWEN'S BIRTHDAY IS COMING UP, AND I HAVE TO... UH OH!
MY SPIDEY SENSE IS TINGLING! LOOK ALIVE HERE, WEB-SLINGER!
LUNCH BEER
GRILL
IT'S ONE OF THE SCHEMER'S HOODS... FROM YESTERDAY'S FIGHT!*
AT LAST THINGS ARE BREAKING MY WAY!
* WE SAW THEM SLUGGING IT OUT LAST ISH, REMEMBER?.. STAN.
3.


OKAY, BUTTERCUP... RISE AND SHINE! I WANNA TALK TO YOU!
HUH? WHO'SAT? WHO'SAT?
SPIDER-MAN!
I'LL BLAST YA OUTTA--- HEY! NO! DON'T! LEGGO--LEGGO!
SURE! I'LL LET YOU GO...
--SOON AS YOU TELL ME WHERE TO FIND THE SCHEMER!
I DUNNO! I DUNNO!
HE CHANGES HIDEOUTS EVERY DAY!
HE CALLS US... WE NEVER CONTACT HIM!
HE'S LEVELLING! HE'S TOO SCARED NOT TO!
SO I'M STILL NOWHERE! WELL, IT'S THE STORY OF MY LIFE!
HEY! YA CAN'T LEAVE ME LIKE THIS!
WANNA BET?
I'VE BEEN SWINGING AROUND FOR HOURS NOW... AND STILL NOTHING!
NO ONE'S DUMB ENOUGH TO BE OUT ON A NIGHT LIKE THIS!
... EXCEPT ME... AND I'M CHILLED TO THE BONE!
THIS COSTUMED CAVORTER BIT IS FOR THE BIRDS IN THE MIDDLE OF WINTER!

I'D BETTER KNOCK IT OFF FOR A WHILE!
I'D MAKE A FUNKY LOOKING SPIDER-MAN SWINGIN' AROUND WITH FROSTBITE!
I WONDER IF IT'S STILL EARLY ENOUGH TO DROP IN ON GWENDY!
LAST TIME I SAW HER, SHE WAS ANGRY 'CAUSE I DIDN'T COME TO VISIT HER AT THE HOSPITAL!
AND I COULDN'T TELL HER IT WAS BECAUSE I WAS KINDA BUSY...
EN OY FLORIDA
FLY ITED
---FIGHTING THE SCHEMER IN MY CUTE LITTLE SPIDEY SUIT!
IF ONLY I COULD TELL HER MY SECRET! IT WOULD MAKE THINGS---SO MUCH EASIER!
BUT... HOW CAN I BE SURE--- HOW SHE'D TAKE IT?
WHAT IF MY CONFESSION --- MADE ME LOSE HER?
I---COULDN'T BEAR IT!
PETER! WHAT BRINGS YOU OUT---AT THIS HOUR?
MUST BE LATER THAN I THOUGHT!
I JUST COULDN'T SLEEP, CAPTAIN STACY..
HAD TO SEE HOW GWEN WAS FEELING!
OH--- LOOKS LIKE YOU COULDN'T SLEEP EITHER, HONEY!
I--- HAD A LOT OF THINKING TO DO, PETER!
SOUNDS LIKE SHE STILL HASN'T QUITE FORGIVEN ME!
I WAS TRYING TO MAKE UP MY MIND... ABOUT US!
5

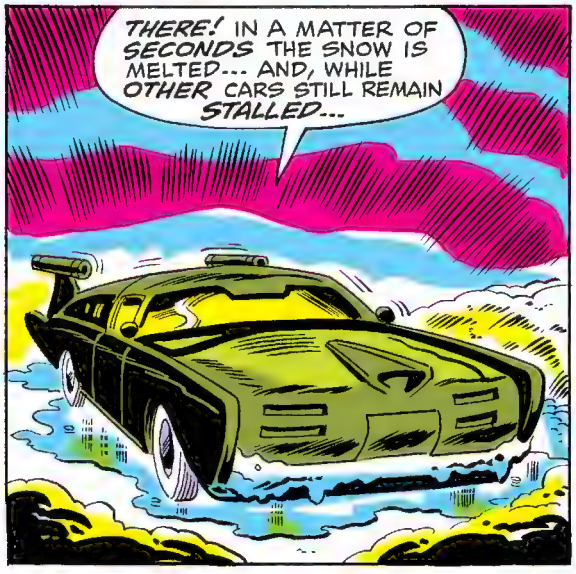
THERE'S SO MUCH ABOUT YOU, PETER--- SO MUCH I DON'T UNDERSTAND!
---SO MANY THINGS --- YOU'RE SO SECRETIVE ABOUT!
THIS IS THE MOMENT--- I'VE BEEN DREADING!
BUT THERE'S ONE THING YOU NEVER NEED HAVE ANY DOUBTS ABOUT, GWEN---
AND THAT'S THE WAY THAT I FEEL--- ABOUT YOU!
IT WOULD SEEM I PICKED AN AWKWARD MOMENT TO BRING IN SOME COCOA!
OH, MAN--- YOU COULDN'T HAVE PICKED A BETTER TIME!
GWEN IS PROBING TOO MUCH--- GETTING TOO CLOSE!
I'VE BEEN WANTING TO ASK YOU ABOUT THE ACCIDENT---
WHEN THAT CAR SIDE-SWIPED THE TRUCK, AND IT FELL OVER ON US--- YOU WEREN'T EVEN SCRATCHED!*
BUT WASN'T THAT BECAUSE THE PARKING METER ACTED AS A WEDGE WHEN IT SNAPPED OFF?
* AS SEEN LAST ISH ALSO.--S.
YES, DAD--- BUT I'VE BEEN WONDERING---
HAVE TO GET MYSELF OUT OF THIS -- SOMEHOW!
PETER! WHAT'S WRONG?
GOSH, I--I'M SORRY! ALL OF A SUDDEN--- I'VE GOT THE SHAKES!
MUST HAVE CAUGHT A CHILL--- OUT IN THE SNOW! I'D BETTER GET HOME--- AND INTO BED!
I THOUGHT YOU DIDN'T SEEM TO BE YOURSELF!
OH, GWENDY --- YOU DON'T KNOW THE HALF OF IT!
6

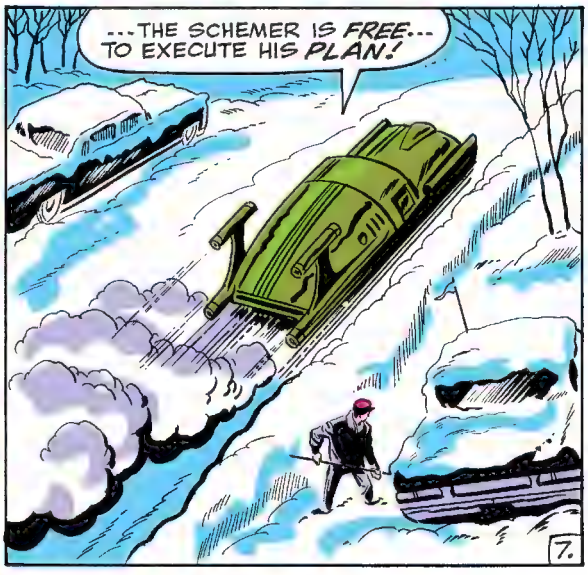

MEANWHILE---
BUT I CAN'T REMAIN INACTIVE HERE FOREVER!
THE MOUND OF SNOW COVERING MY CAR MAKES AS GOOD A HIDE-AWAY AS I COULD WANT!

ESPECIALLY WITH SO MUCH TO BE DONE!
ALL CITIZENS ARE URGED TO BE ON THE LOOKOUT FOR THE SCHEMER!
IF SIGHTED, NOTIFY YOUR NEAREST POLICE PRECINCT! HE IS ARMED--- AND PRESUMED DANGEROUS!

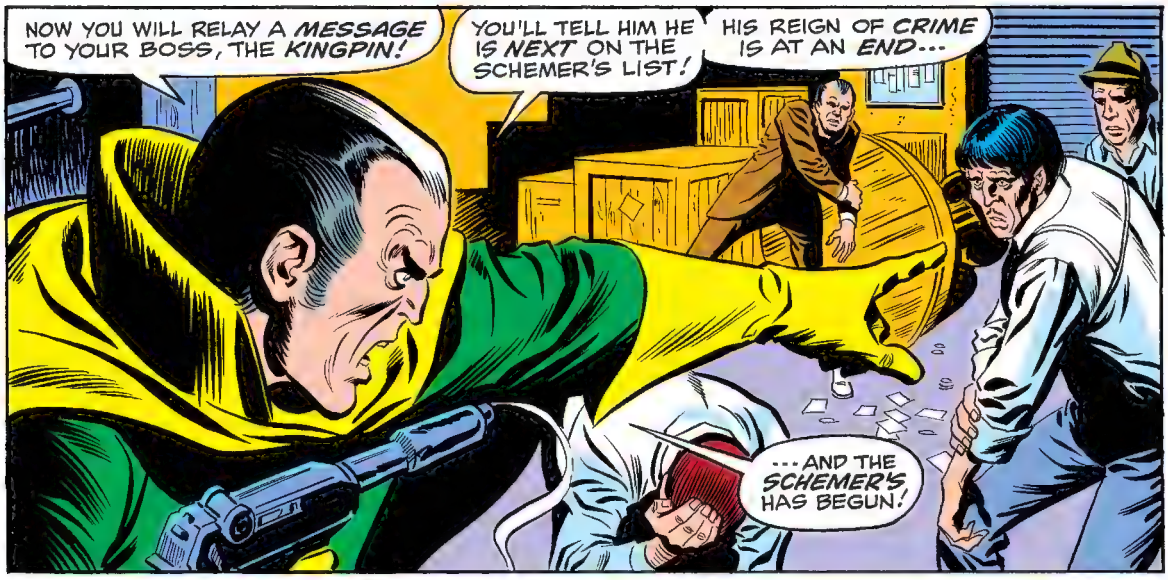
HERE, INSIDE MY SPECIALLY-BUILT CAR, I'M FAR MORE DANGEROUS THAN THEY SUSPECT!
DANGEROUS ESPECIALLY TO--- THE KINGPIN!

I'VE WAITED LONG ENOUGH! IT'S TIME FOR THE SHOWDOWN WITH MY ARCH-ENEMY!
FIRST, I'LL ACTIVATE THE HEATING DUCTS AT THE EDGES OF MY CAR---

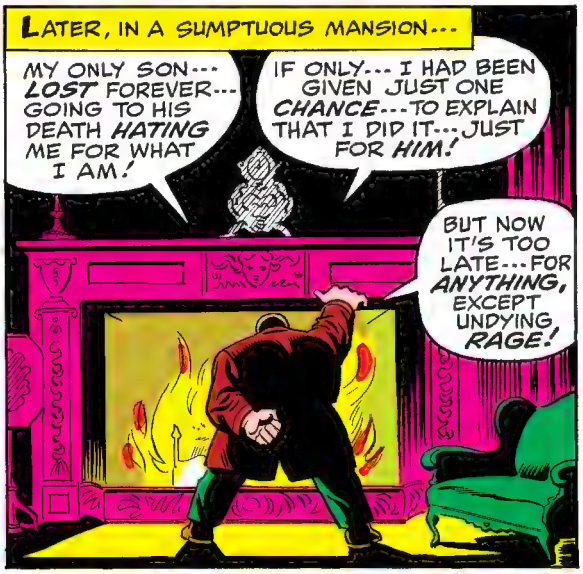

THERE! IN A MATTER OF SECONDS THE SNOW IS MELTED--- AND, WHILE OTHER CARS STILL REMAIN STALLED---


---THE SCHEMER IS FREE--- TO EXECUTE HIS PLAN!
7.

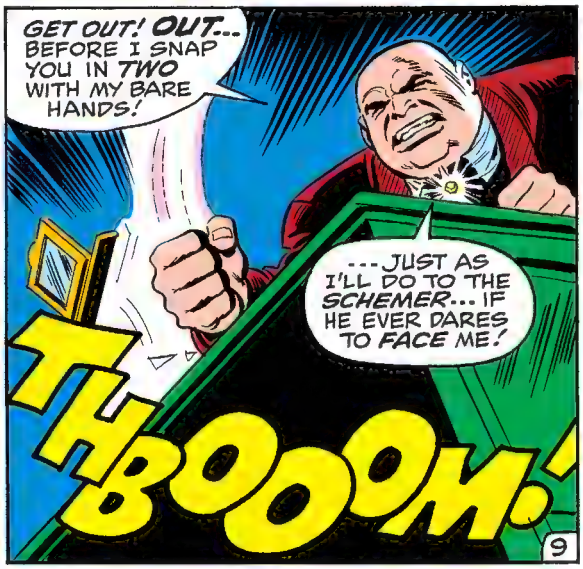
BUT, EVEN BEFORE I ATTACK THE KING-PIN---
I'LL GIVE HIM A LITTLE SOME-THING TO WORRY ABOUT!
PUT THE CARDS AWAY, GENTLEMEN! THE GAME IS OVER...
AND YOU'RE ALL LOSERS!
HUH? WHO'S THAT?
OVER THERE! IT'S--- THE SCHEMER!
GET 'IM!
IT'S NICE TO BE WANTED, BOYS---
BUT IT IS I WHO WILL DO THE GETTING!
SPING!
THOK!
C'MON--- RUSH 'IM! HE CAN'T GET US ALL!
WE GOTTA STOP HIM--- OR ANSWER TO THE KINGPIN!
HEY! NOW WHAT'S HE TRYIN' TO DO?
JUST GIVING YOU A LESSON IN SIMPLE STRATEGY!
THOK!
YEAH? WELL, NOW IT'S OUR TURN, SMART GUY!
YEOW!
YOU CALLED ME SMART GUY---
AND YOU ARE RIGHT!
I'M SMART ENOUGH TO KNOW WHAT NERVE TO SQUEEZE!
8

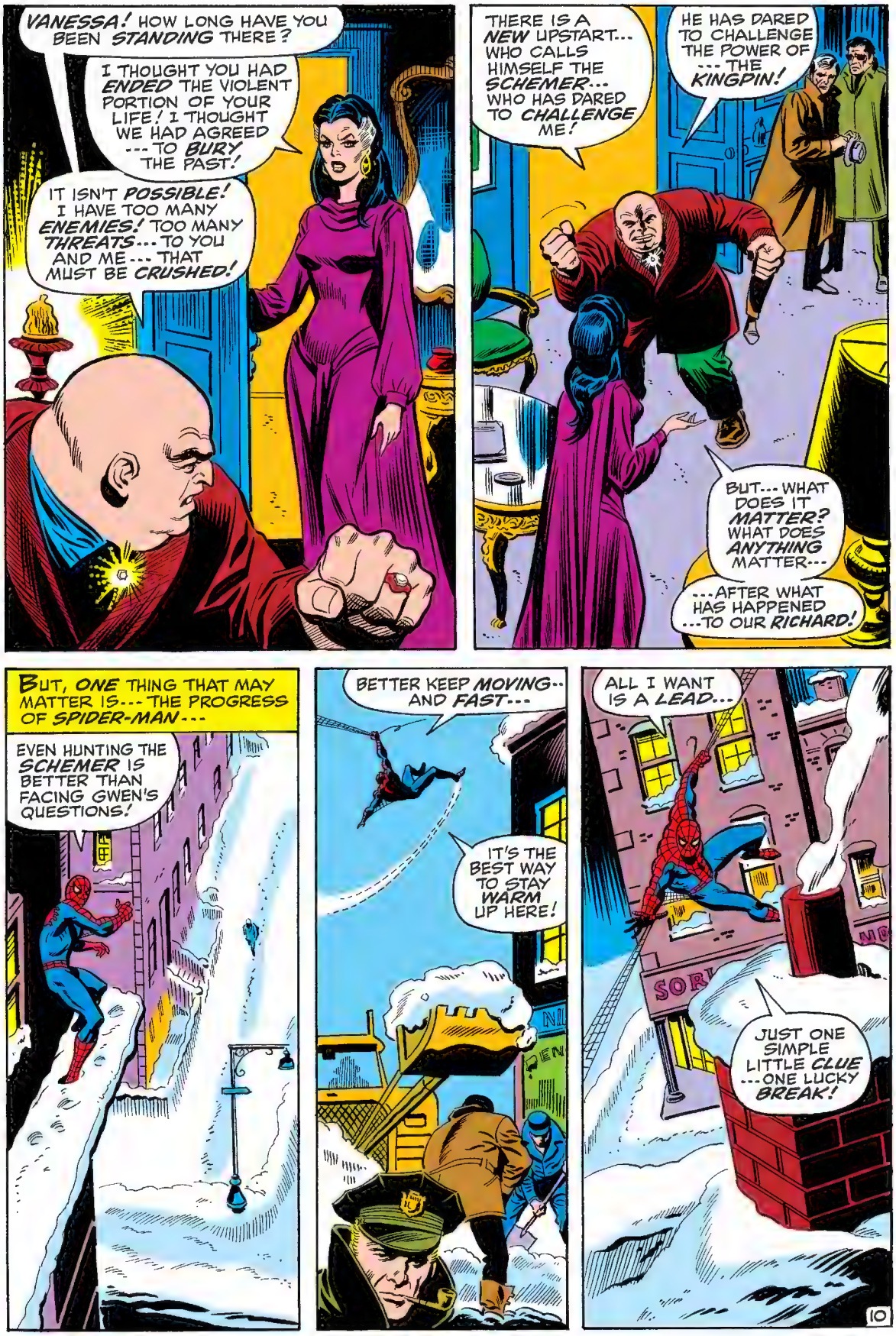

NOW YOU WILL RELAY A MESSAGE TO YOUR BOSS, THE KINGPIN!
YOU'LL TELL HIM HE IS NEXT ON THE SCHEMER'S LIST!
HIS REIGN OF CRIME IS AT AN END---
---AND THE SCHEMER'S HAS BEGUN!

HE'S--- OFF TO TACKLE THE KINGPIN---JUST LIKE HE SAID!
HE MUST BE OUTTA HIS SKULL!
BUT IF ANYONE CAN DO IT---I'M BETTIN' THE SCHEMER'S THE MAN!

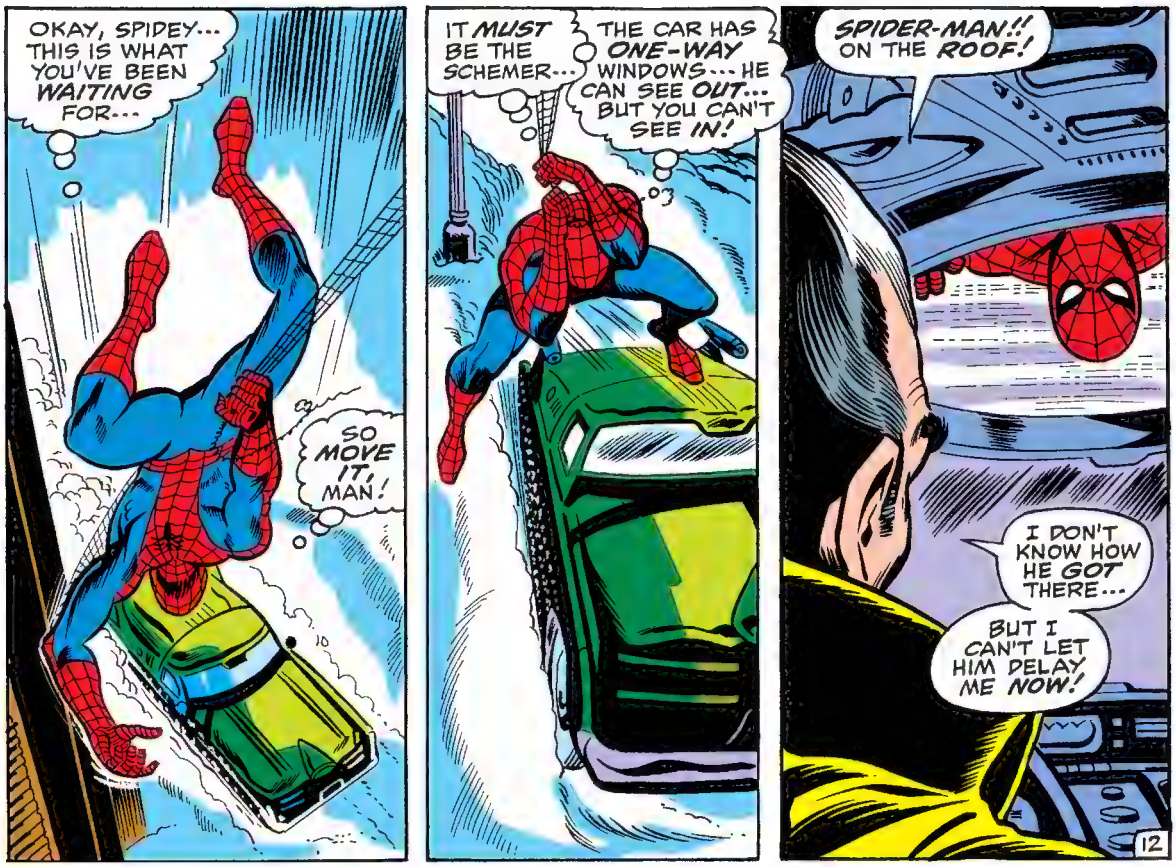

LATER, IN A SUMPTUOUS MANSION---
MY ONLY SON--- LOST FOREVER--- GOING TO HIS DEATH HATING ME FOR WHAT I AM!
IF ONLY--- I HAD BEEN GIVEN JUST ONE CHANCE---TO EXPLAIN THAT I DID IT---JUST FOR HIM!
BUT NOW IT'S TOO LATE---FOR ANYTHING, EXCEPT UNDYING RAGE!

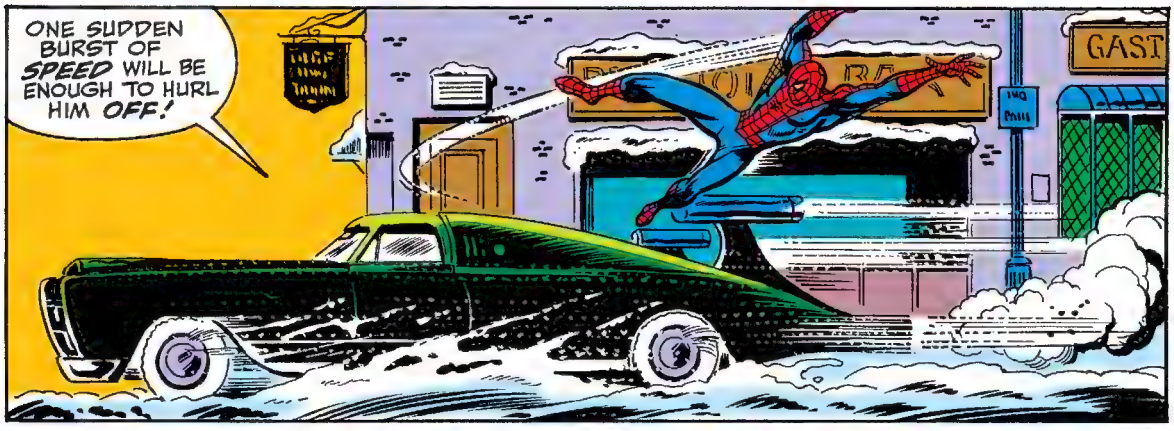
WHAT ARE YOU DOING HERE? HOW DARE YOU BREAK IN ON THE KINGPIN?!!
WE HADDA COME, BOSS! WE HADDA TELL YA---
IT'S THE SCHEMER! HE SAID HE'S OUT TO GET YA---
HE WASN'T KIDDIN', BOSS! HE MEANT IT!

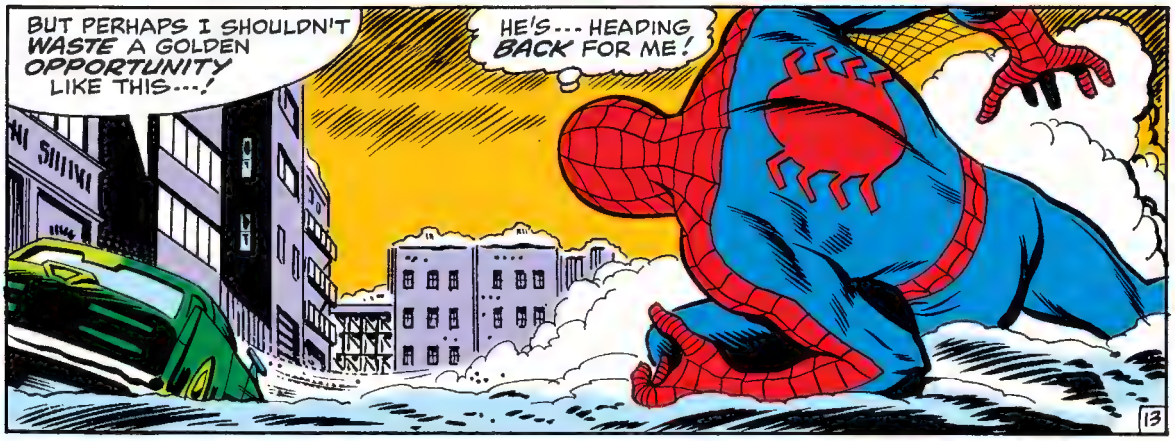

GET OUT! OUT... BEFORE I SNAP YOU IN TWO WITH MY BARE HANDS!
---JUST AS I'LL DO TO THE SCHEMER... IF HE EVER DARES TO FACE ME!
THBOOOM!

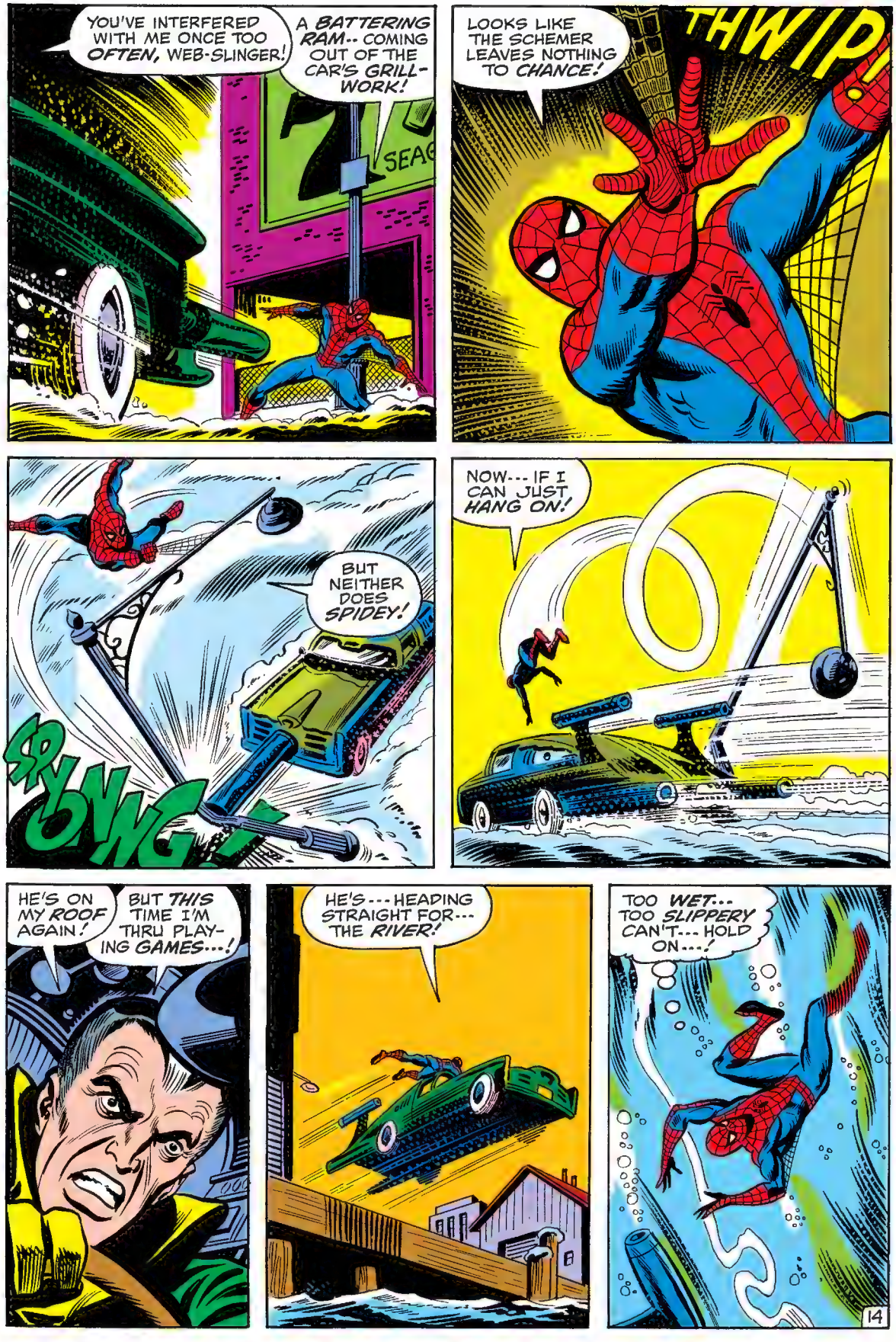

VANESSA! HOW LONG HAVE YOU BEEN STANDING THERE?
I THOUGHT YOU HAD ENDED THE VIOLENT PORTION OF YOUR LIFE! I THOUGHT WE HAD AGREED --- TO BURY THE PAST!
IT ISN'T POSSIBLE! I HAVE TOO MANY ENEMIES! TOO MANY THREATS --- TO YOU AND ME --- THAT MUST BE CRUSHED!
THERE IS A NEW UPSTART... WHO CALLS HIMSELF THE SCHEMER... WHO HAS DARED TO CHALLENGE ME!
HE HAS DARED TO CHALLENGE THE POWER OF --- THE KINGPIN!
BUT... WHAT DOES IT MATTER? WHAT DOES ANYTHING MATTER---
---AFTER WHAT HAS HAPPENED ---TO OUR RICHARD!
BUT, ONE THING THAT MAY MATTER IS--- THE PROGRESS OF SPIDER-MAN---
EVEN HUNTING THE SCHEMER IS BETTER THAN FACING GWEN'S QUESTIONS!
BETTER KEEP MOVING-- AND FAST---
IT'S THE BEST WAY TO STAY WARM UP HERE!
ALL I WANT IS A LEAD...
JUST ONE SIMPLE LITTLE CLUE ---ONE LUCKY BREAK!
10

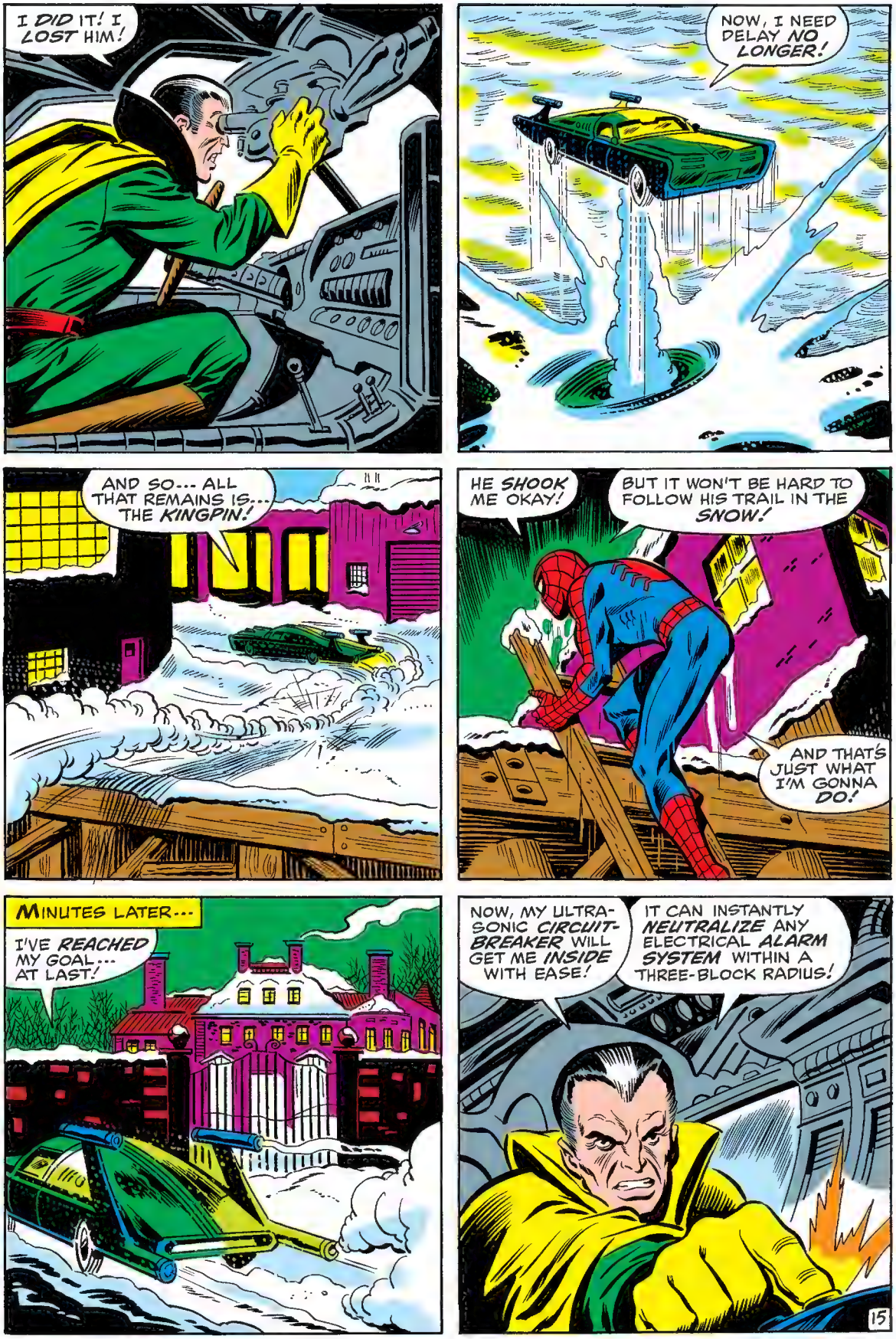
HERE'S ONE OF THE KINGPIN'S OLD WARE-HOUSES!
I HEAR VOICES! SOME OF HIS MEN MUST BE TALKING INSIDE!
WHILE I'M HERE... I MIGHT AS WELL LISTEN!
IF THE SCHEMER WASN'T JUST FLAPPIN' HIS GUMS, HE SHOULD'A REACHED THE BOSS BY NOW!
YEAH! BUT WHAT CHANCE CAN HE HAVE AGAINST THE KINGPIN?
YA NEVER CAN TELL! HE MUST HAVE SOMETHIN' UP HIS SLEEVE!
I HEAR THAT HIS CAR IS ALL RIGGED UP WITH SPECIAL WEAPONS 'N STUFF!
YEAH... THEY SAY YA CAN SPOT IT A MILE AWAY!
SPECIAL CAR, EH?
VERRRY INTERESTING!
AT LEAST I'VE SOMETHING TO LOOK FOR NOW!
OH NO! I CAN'T BE THAT LUCKY!
BUT I MUST BE ... MY SPIDER SENSE IS TINGLING LIKE MAD!
11.


OKAY, SPIDEY... THIS IS WHAT YOU'VE BEEN WAITING FOR...
SO MOVE IT, MAN!
IT MUST BE THE SCHEMER...
THE CAR HAS ONE-WAY WINDOWS... HE CAN SEE OUT... BUT YOU CAN'T SEE IN!
SPIDER-MAN!! ON THE ROOF!
I DON'T KNOW HOW HE GOT THERE...
BUT I CAN'T LET HIM DELAY ME NOW!
12

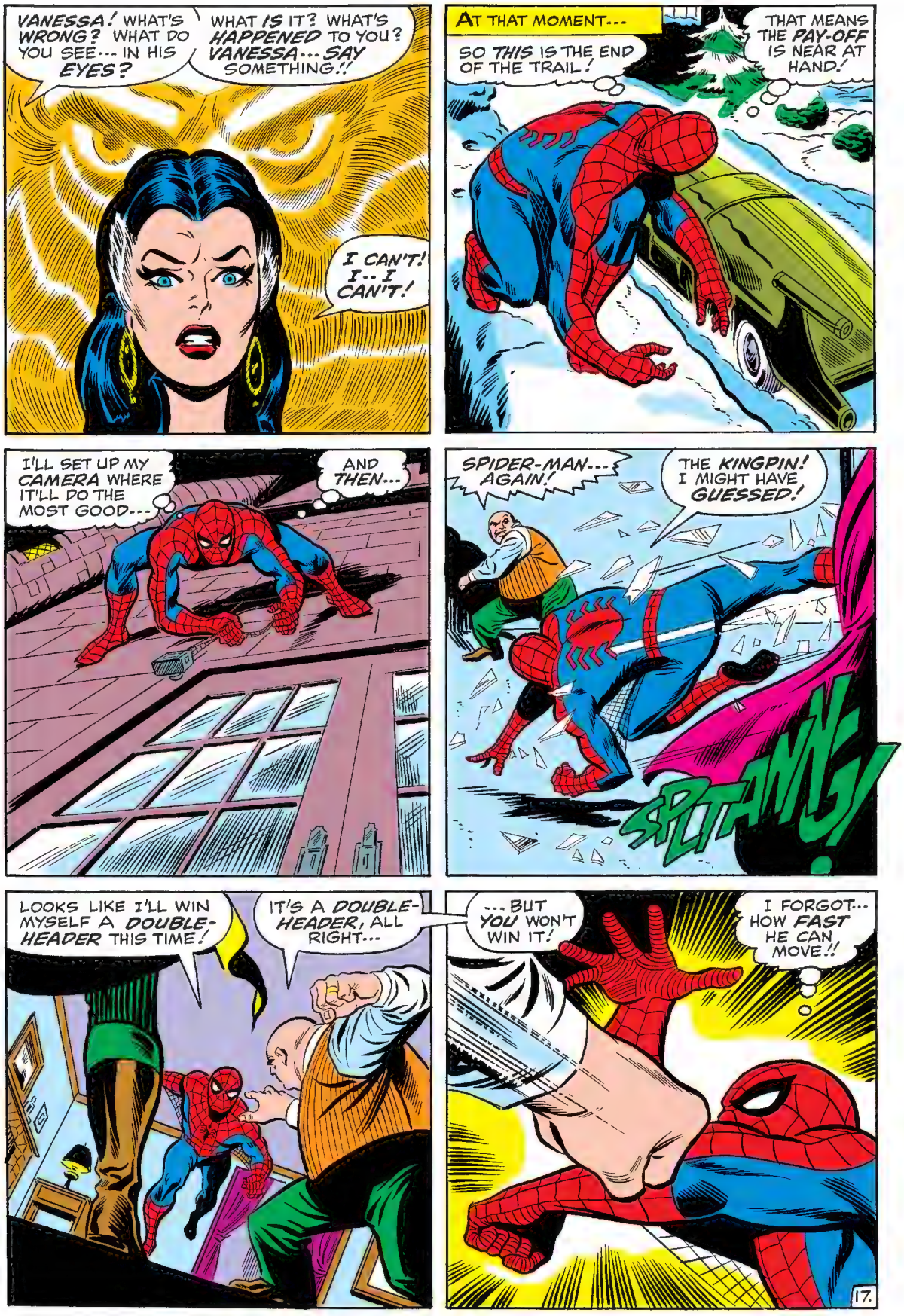

ONE SUDDEN BURST OF SPEED WILL BE ENOUGH TO HURL HIM OFF!
GAST

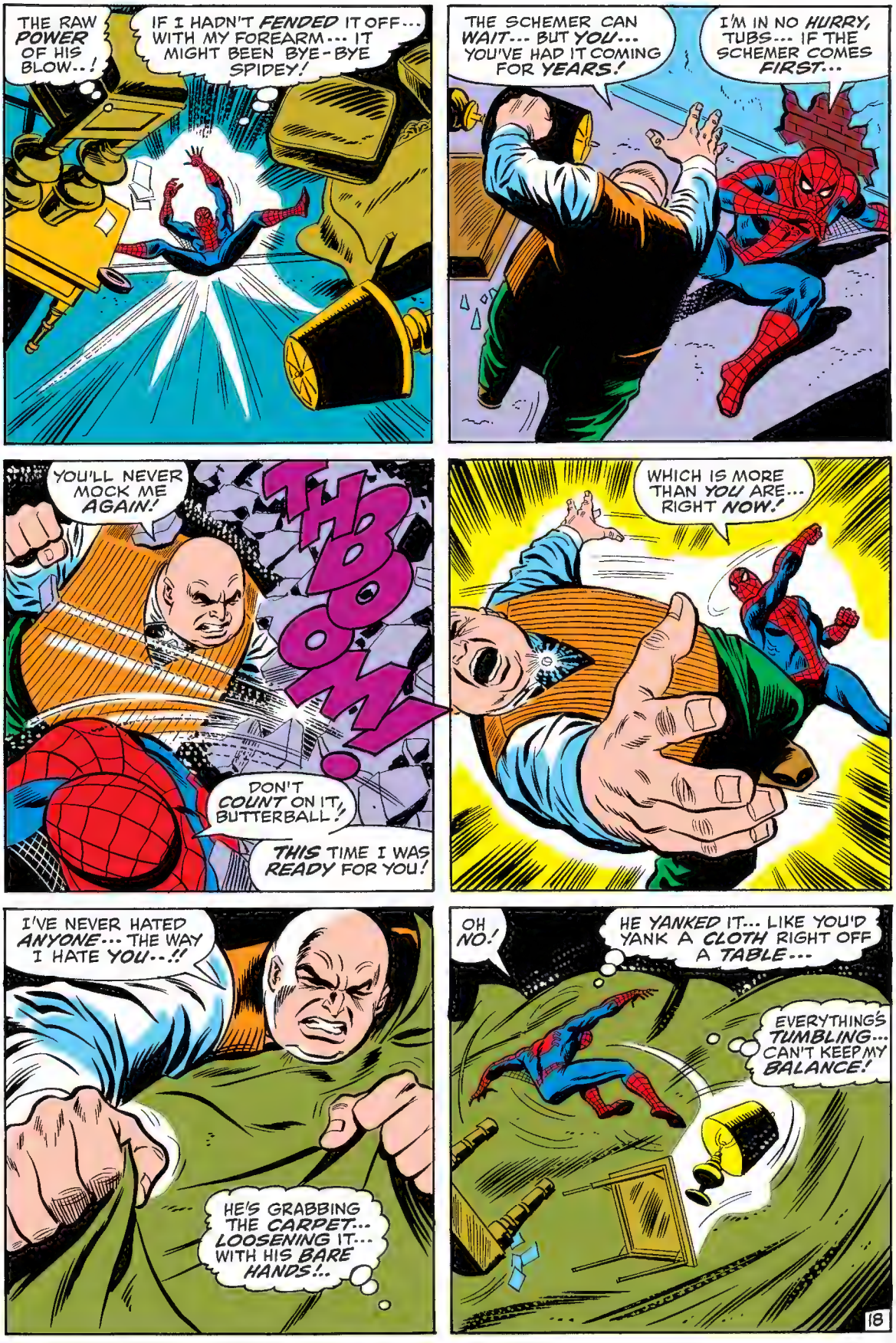

BUT PERHAPS I SHOULDN'T WASTE A GOLDEN OPPORTUNITY LIKE THIS...!
HE'S... HEADING BACK FOR ME!
13

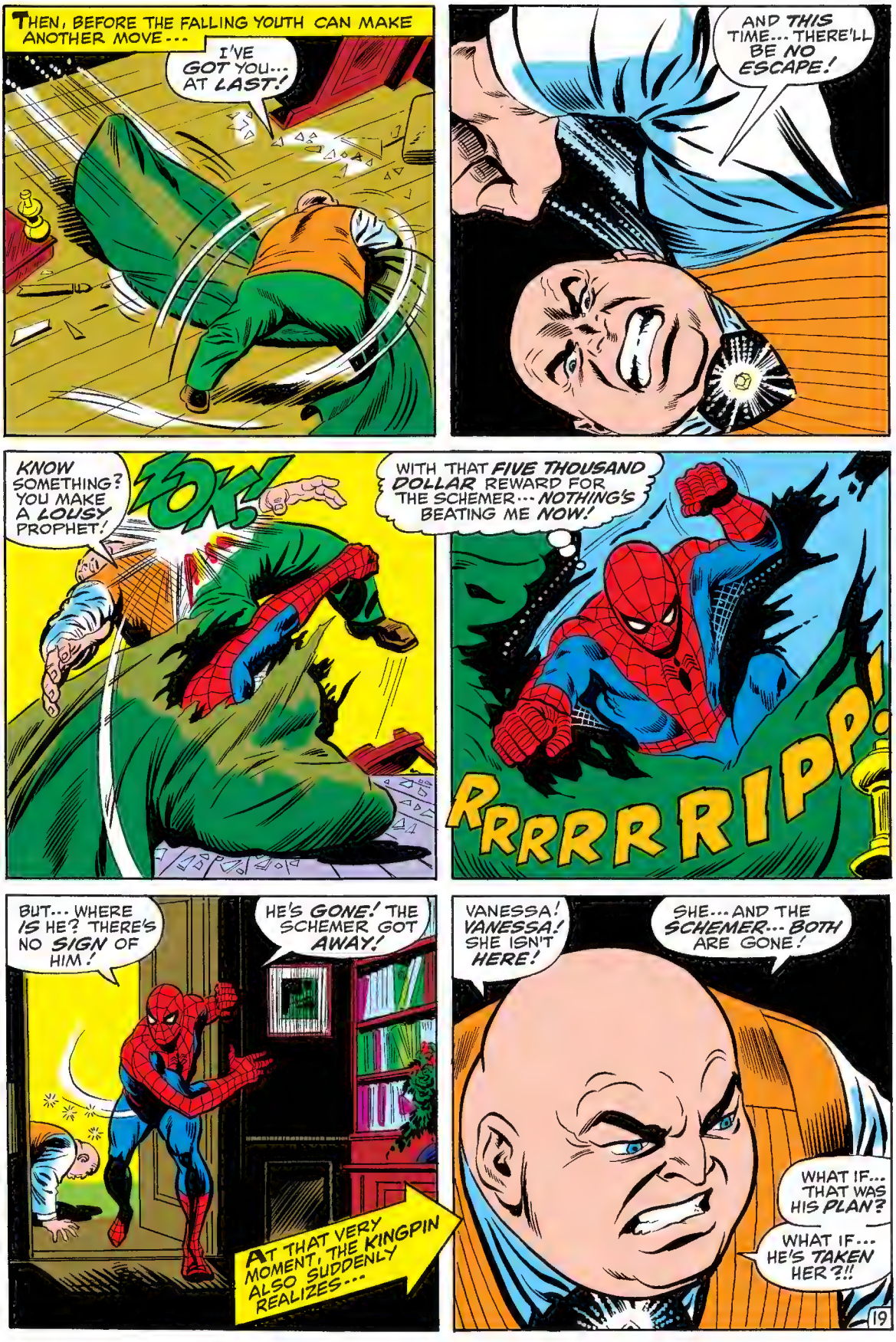

YOU'VE INTERFERED WITH ME ONCE TOO OFTEN, WEB-SLINGER!
A BATTERING RAM-- COMING OUT OF THE CAR'S GRILL-WORK!
LOOKS LIKE THE SCHEMER LEAVES NOTHING TO CHANCE!
THWIP!
BUT NEITHER DOES SPIDEY!
SPRONG!
NOW--- IF I CAN JUST HANG ON!
HE'S ON MY ROOF AGAIN!
BUT THIS TIME I'M THRU PLAY-ING GAMES---!
HE'S --- HEADING STRAIGHT FOR--- THE RIVER!
TOO WET... TOO SLIPPERY CAN'T--- HOLD ON---!
14

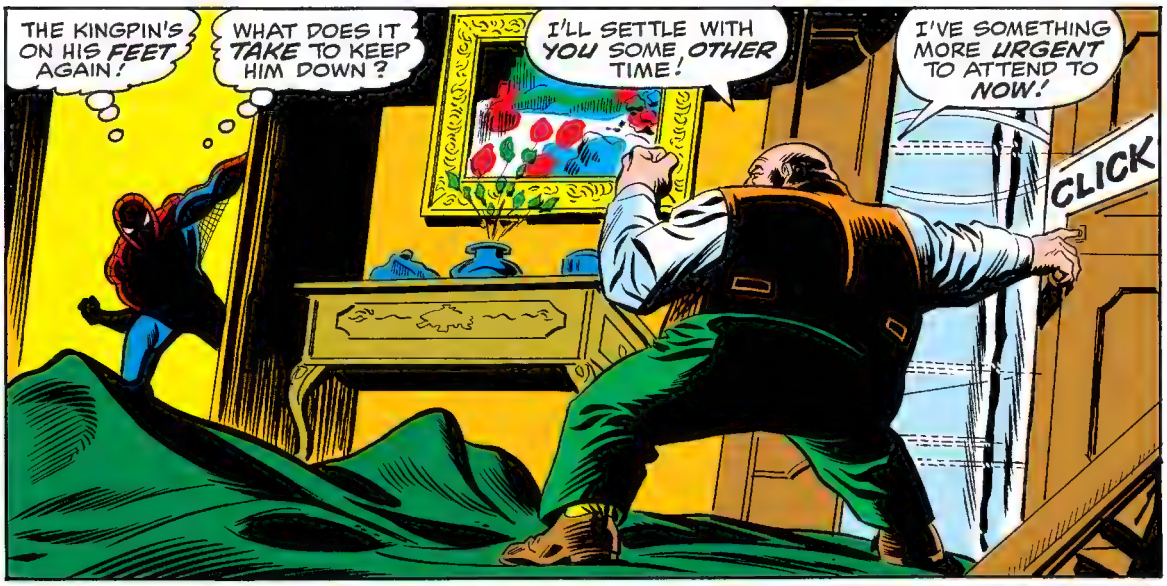

I DID IT! I LOST HIM!
NOW, I NEED DELAY NO LONGER!
AND SO... ALL THAT REMAINS IS... THE KINGPIN!
HE SHOOK ME OKAY!
BUT IT WON'T BE HARD TO FOLLOW HIS TRAIL IN THE SNOW!
AND THAT'S JUST WHAT I'M GONNA DO!
MINUTES LATER...
I'VE REACHED MY GOAL... AT LAST!
NOW, MY ULTRA-SONIC CIRCUIT-BREAKER WILL GET ME INSIDE WITH EASE!
IT CAN INSTANTLY NEUTRALIZE ANY ELECTRICAL ALARM SYSTEM WITHIN A THREE-BLOCK RADIUS!
15

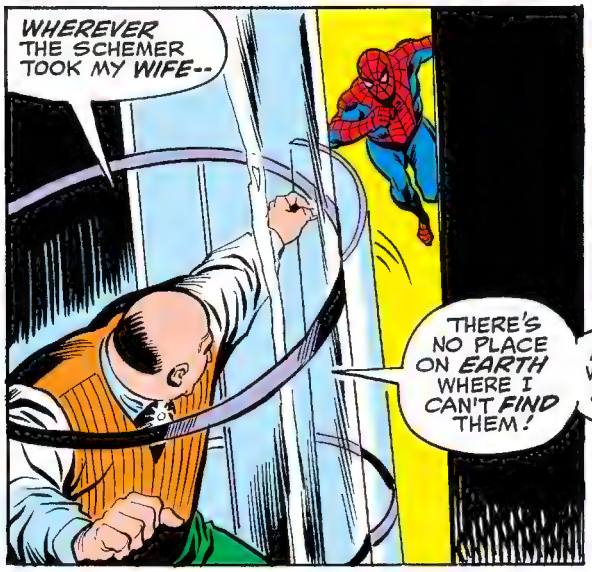
AND THERE HE SITS... IN ALL HIS OBTUSE, OBESE UNAWARE-NESS!
THE MAN WHO WILL SOON BE KING OF CRIME NO MORE!
WHO'S THERE? WHO'S THAT AT THE WINDOW?
SURELY YOU HAVE BEEN EXPECTING ME!
... FOR THE SCHEMER NEVER THREATENS IN VAIN!
I NEVER THOUGHT YOU'D BE FOOL ENOUGH TO INVADE MY OWN HOME!
DIDN'T THEY WARN YOU? DON'T YOU REALIZE THE EXTENT OF MY POWER?
FOOTSTEPS... BEHIND ME! IF --- THIS IS A TRICK--!!
IT IS NO TRICK!
STOP.. WHILE THERE STILL IS TIME!
YOU KNOW YOUR STRENGTH! WHAT IF... YOU KILL HIM?
I'VE ALREADY LOST... A SON! MUST I NOW SEE MY HUSBAND... TRANS-FORMED INTO A MURDERER?
VANESSA... YOU MUST LEAVE US!
RUN! GET AWAY FROM HERE... WHILE YOU STILL CAN! IF YOU DON'T, YOU... YOU...
WHAT IS IT? WHY DO YOU LOOK AT ME THAT WAY?
16

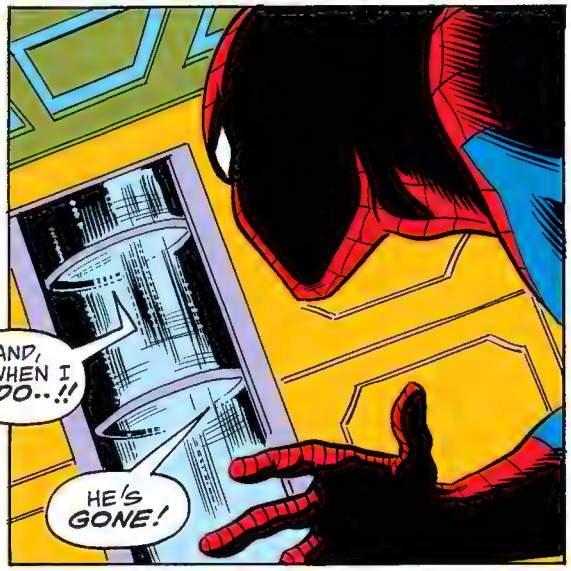

VANESSA! WHAT'S WRONG? WHAT DO YOU SEE--- IN HIS EYES?
WHAT IS IT? WHAT'S HAPPENED TO YOU? VANESSA--- SAY SOMETHING!!
I CAN'T! I-- I CAN'T!
AT THAT MOMENT---
SO THIS IS THE END OF THE TRAIL!
THAT MEANS THE PAY-OFF IS NEAR AT HAND!
I'LL SET UP MY CAMERA WHERE IT'LL DO THE MOST GOOD---
AND THEN---
SPIDER-MAN--- AGAIN!
THE KINGPIN! I MIGHT HAVE GUESSED!
SPLTANG!
LOOKS LIKE I'LL WIN MYSELF A DOUBLE-HEADER THIS TIME!
IT'S A DOUBLE-HEADER, ALL RIGHT---
--- BUT YOU WON'T WIN IT!
I FORGOT-- HOW FAST HE CAN MOVE!!
17.

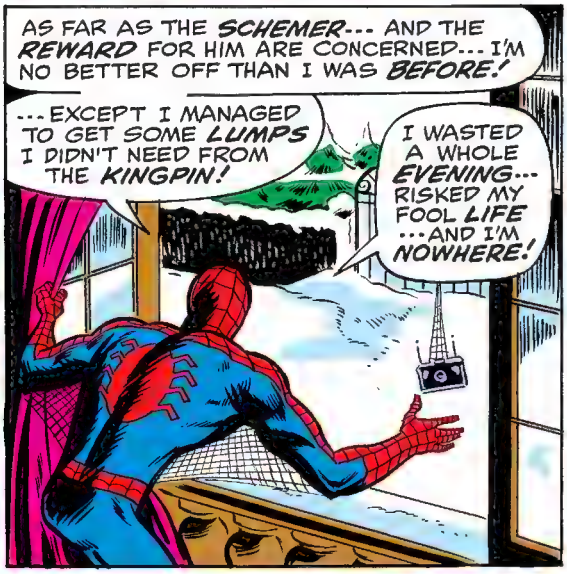

THE RAW POWER OF HIS BLOW..!
IF I HADN'T FENDED IT OFF... WITH MY FOREARM... IT MIGHT BEEN BYE-BYE SPIDEY!
THE SCHEMER CAN WAIT... BUT YOU... YOU'VE HAD IT COMING FOR YEARS!
I'M IN NO HURRY, TUBS... IF THE SCHEMER COMES FIRST...
YOU'LL NEVER MOCK ME AGAIN!
THBOOM!
DON'T COUNT ON IT, BUTTERBALL!
THIS TIME I WAS READY FOR YOU!
WHICH IS MORE THAN YOU ARE... RIGHT NOW!
I'VE NEVER HATED ANYONE... THE WAY I HATE YOU...!!
HE'S GRABBING THE CARPET... LOOSENING IT... WITH HIS BARE HANDS!..
OH NO!
HE YANKED IT... LIKE YOU'D YANK A CLOTH RIGHT OFF A TABLE...
EVERYTHINGS TUMBLING... CAN'T KEEP MY BALANCE!
18

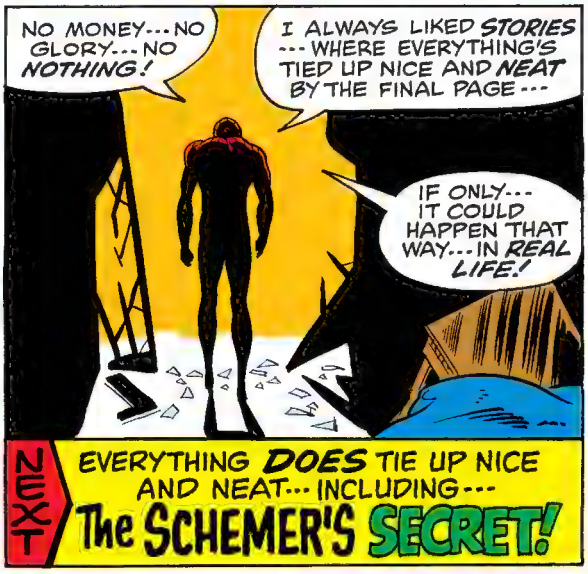

THEN, BEFORE THE FALLING YOUTH CAN MAKE ANOTHER MOVE---
I'VE GOT YOU... AT LAST!
AND THIS TIME... THERE'LL BE NO ESCAPE!
KNOW SOMETHING? YOU MAKE A LOUSY PROPHET!
KOK!
WITH THAT FIVE THOUSAND DOLLAR REWARD FOR THE SCHEMER--- NOTHING'S BEATING ME NOW!
RRRRRRIPP!
BUT... WHERE IS HE? THERE'S NO SIGN OF HIM!
HE'S GONE! THE SCHEMER GOT AWAY!
AT THAT VERY MOMENT, THE KINGPIN ALSO SUDDENLY REALIZES---
VANESSA! VANESSA! SHE ISN'T HERE!
SHE... AND THE SCHEMER... BOTH ARE GONE!
WHAT IF... THAT WAS HIS PLAN?
WHAT IF... HE'S TAKEN HER?!!


THE KINGPIN'S ON HIS FEET AGAIN!
WHAT DOES IT TAKE TO KEEP HIM DOWN?
I'LL SETTLE WITH YOU SOME OTHER TIME!
I'VE SOMETHING MORE URGENT TO ATTEND TO NOW!
CLICK

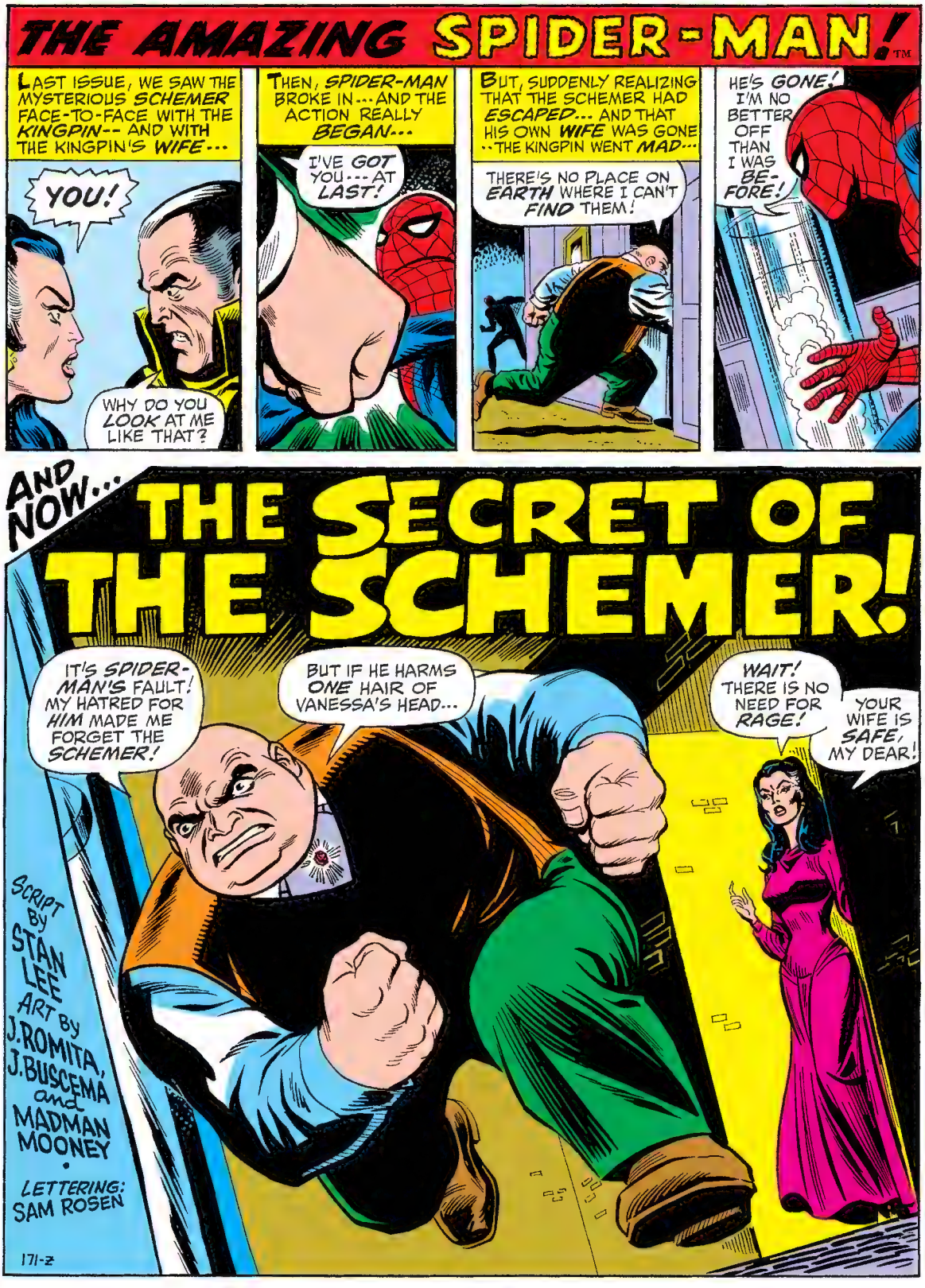

WHEREVER THE SCHEMER TOOK MY WIFE--
THERE'S NO PLACE ON EARTH WHERE I CAN'T FIND THEM!


AND, WHEN I DO--!!
HE'S GONE!


AS FAR AS THE SCHEMER--- AND THE REWARD FOR HIM ARE CONCERNED--- I'M NO BETTER OFF THAN I WAS BEFORE!
---EXCEPT I MANAGED TO GET SOME LUMPS I DIDN'T NEED FROM THE KINGPIN!
I WASTED A WHOLE EVENING--- RISKED MY FOOL LIFE ---AND I'M NOWHERE!


NO MONEY---NO GLORY---NO NOTHING!
I ALWAYS LIKED STORIES --- WHERE EVERYTHING'S TIED UP NICE AND NEAT BY THE FINAL PAGE---
IF ONLY--- IT COULD HAPPEN THAT WAY---IN REAL LIFE!
NEXT
EVERYTHING DOES TIE UP NICE AND NEAT--- INCLUDING---
The SCHEMER'S SECRET!

SPIDER-MAN
15¢
85
JUNE
the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
REVEALED AT LAST...
THE SCHEMER'S SECRET!
NOTHING CAN SAVE YOU NOW!
MARVEL COMICS GROUP
WHAT IS THE SCHEMER'S SECRET?
POSSIBLY THE GREATEST COMIC MAGAZINE SURPRISE OF THE YEAR!


THE AMAZING SPIDER-MAN!™
LAST ISSUE, WE SAW THE MYSTERIOUS SCHEMER FACE-TO-FACE WITH THE KINGPIN-- AND WITH THE KINGPIN'S WIFE...
YOU!
WHY DO YOU LOOK AT ME LIKE THAT?
THEN, SPIDER-MAN BROKE IN...AND THE ACTION REALLY BEGAN...
I'VE GOT YOU...AT LAST!
BUT, SUDDENLY REALIZING THAT THE SCHEMER HAD ESCAPED... AND THAT HIS OWN WIFE WAS GONE ..THE KINGPIN WENT MAD...
THERE'S NO PLACE ON EARTH WHERE I CAN'T FIND THEM!
HE'S GONE! I'M NO BETTER OFF THAN I WAS BE-FORE!
AND NOW...
THE SECRET OF THE SCHEMER!
IT'S SPIDER-MAN'S FAULT! MY HATRED FOR HIM MADE ME FORGET THE SCHEMER!
BUT IF HE HARMS ONE HAIR OF VANESSA'S HEAD...
WAIT! THERE IS NO NEED FOR RAGE!
YOUR WIFE IS SAFE, MY DEAR!
SCRIPT BY STAN LEE
ART BY J.ROMITA, J.BUSCEMA and MADMAN MOONEY
LETTERING: SAM ROSEN
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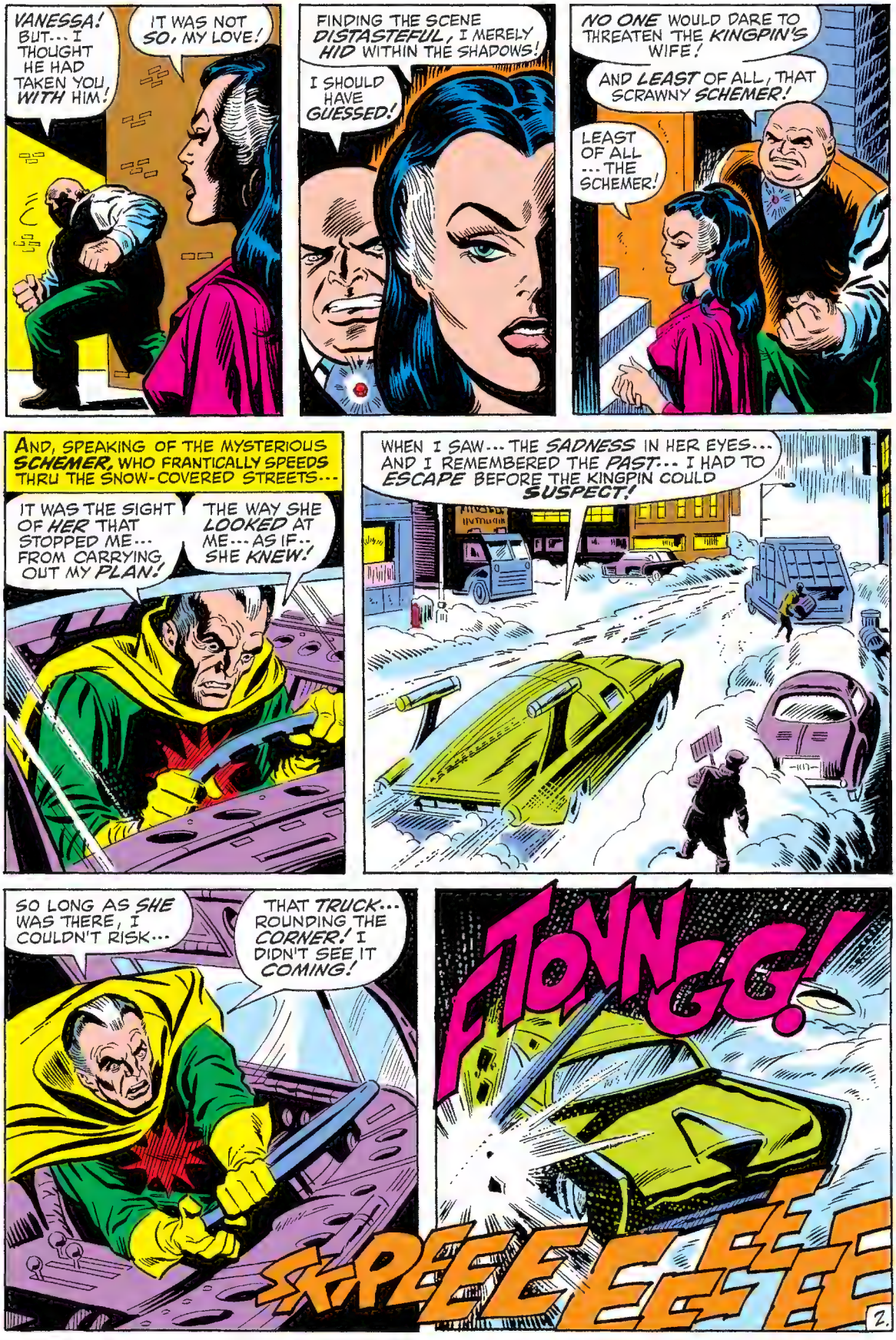
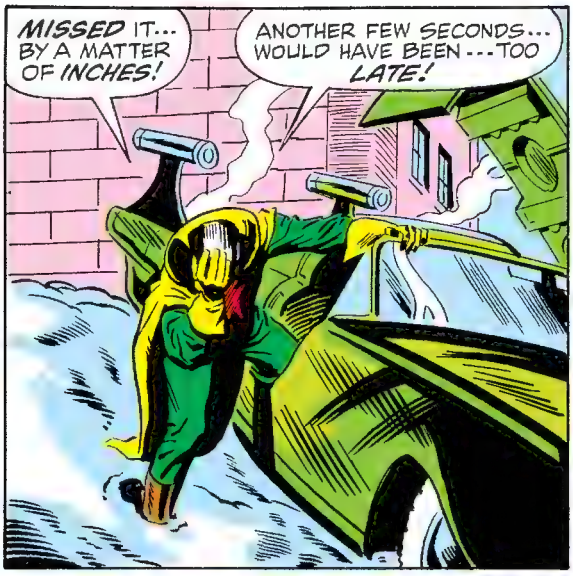
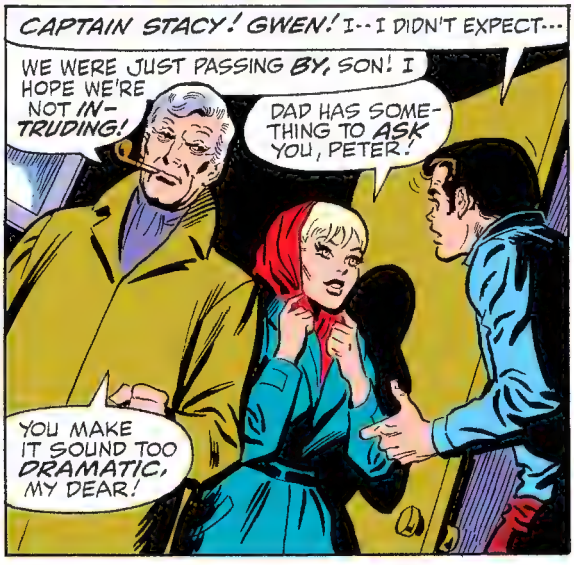
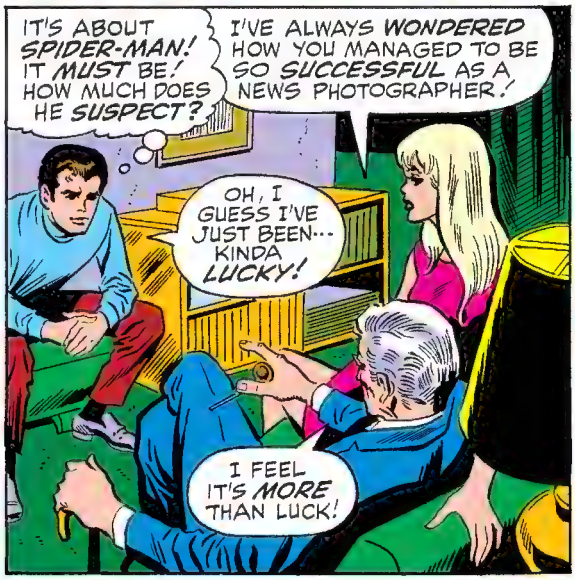

VANESSA! BUT... I THOUGHT HE HAD TAKEN YOU, WITH HIM!
IT WAS NOT SO, MY LOVE!
FINDING THE SCENE DISTASTEFUL, I MERELY HID WITHIN THE SHADOWS!
I SHOULD HAVE GUESSED!
NO ONE WOULD DARE TO THREATEN THE KINGPIN'S WIFE!
AND LEAST OF ALL, THAT SCRAWNY SCHEMER!
LEAST OF ALL ... THE SCHEMER!
AND, SPEAKING OF THE MYSTERIOUS SCHEMER, WHO FRANTICALLY SPEEDS THRU THE SNOW-COVERED STREETS...
IT WAS THE SIGHT OF HER THAT STOPPED ME... FROM CARRYING OUT MY PLAN!
THE WAY SHE LOOKED AT ME... AS IF.. SHE KNEW!
WHEN I SAW... THE SADNESS IN HER EYES... AND I REMEMBERED THE PAST... I HAD TO ESCAPE BEFORE THE KINGPIN COULD SUSPECT!
SO LONG AS SHE WAS THERE, I COULDN'T RISK...
THAT TRUCK... ROUNDING THE CORNER! I DIDN'T SEE IT COMING!
FTOYNG!
SKREEEEEEEEE
2.


MISSED IT... BY A MATTER OF INCHES!
ANOTHER FEW SECONDS... WOULD HAVE BEEN ---TOO LATE!

DAMAGE ISN'T TOO SERIOUS! IT CAN BE REPAIRED!
DON'T DARE WORK ON IT NOW! CAN'T RISK DISCOVERY!
BUT, IF I CAN GET NEW PARTS --- FROM A SUPPLY WARE-HOUSE--

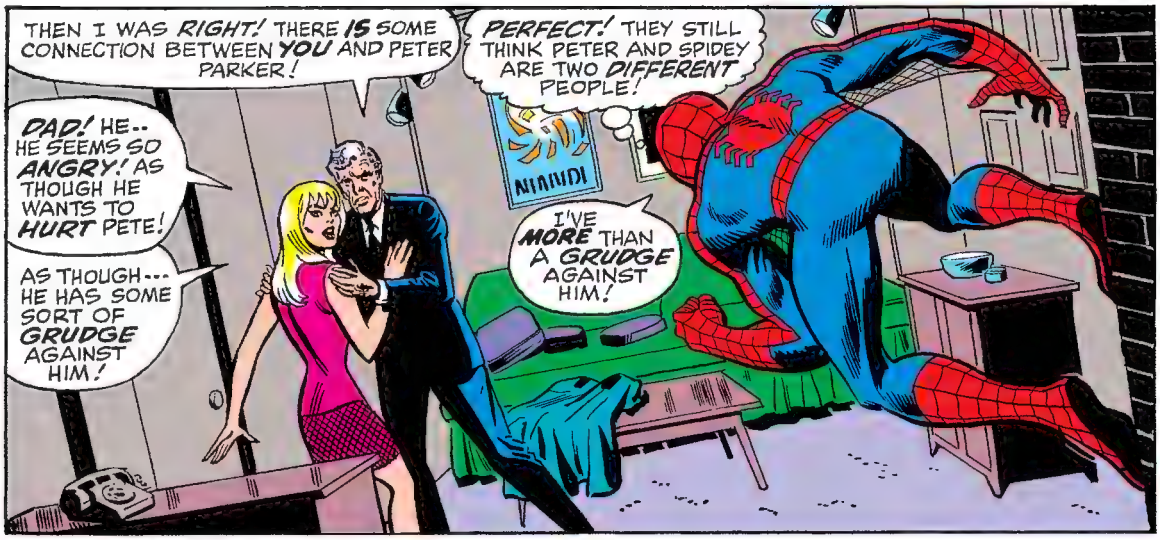
MEANWHILE, IN ANOTHER PART OF THE SNOW-BOUND CITY, A BROODING YOUTH FINDS IT DIFFICULT TO CONCENTRATE ON HIS STUDIES...
GWENDY'S BIRTHDAY IS ALMOST HERE---AND I'M AS BROKE AS EVER!
IF ONLY I'D BEEN ABLE TO NAB THE SCHEMER... AND CLAIM THAT REWARD!
RINNNNG
THE DOOR-BELL! VISITORS ---THAT'S ALL I NEED!

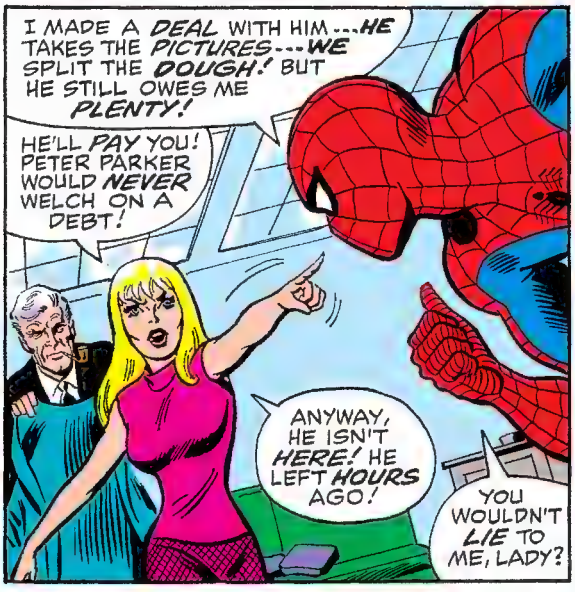

CAPTAIN STACY! GWEN! I--I DIDN'T EXPECT---
WE WERE JUST PASSING BY, SON! I HOPE WE'RE NOT IN-TRUDING!
DAD HAS SOME-THING TO ASK YOU, PETER!
YOU MAKE IT SOUND TOO DRAMATIC, MY DEAR!

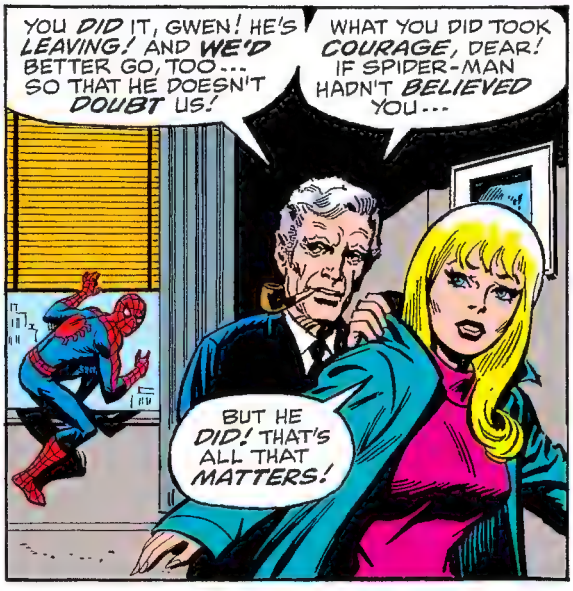

IT'S ABOUT SPIDER-MAN! IT MUST BE! HOW MUCH DOES HE SUSPECT?
I'VE ALWAYS WONDERED HOW YOU MANAGED TO BE SO SUCCESSFUL AS A NEWS PHOTOGRAPHER!
OH, I GUESS I'VE JUST BEEN... KINDA LUCKY!
I FEEL IT'S MORE THAN LUCK!

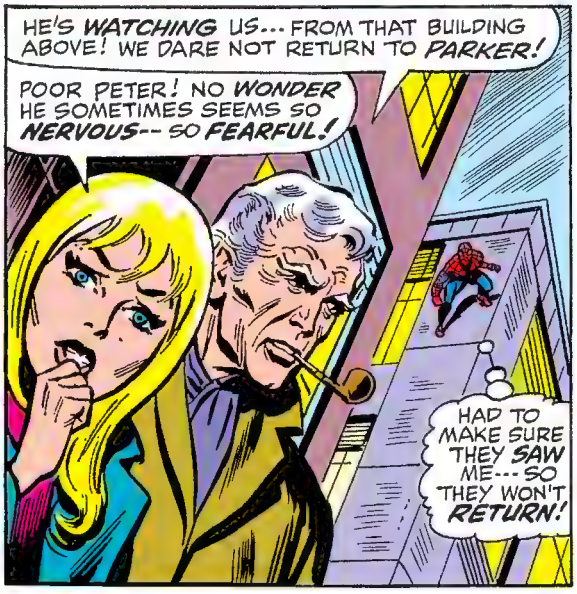
NO ONE BUT YOU HAS EVER MANAGED TO GET SUCH CANDID PHOTOS OF SPIDER-MAN IN ACTION!
YOU'VE ALWAYS SEEMED TO BE IN THE RIGHT PLACE... AT THE RIGHT TIME!
CAN YOU HONESTLY SAY THAT IT'S JUST ... COINCIDENCE?

I KNEW IT! HE'S TOO SHARP! GETTING TOO CLOSE! I NEED TIME TO THINK!
HOLY SMOKE! I JUST REMEMBERED! I'VE GOT SOME PIX DEVELOPING IN THE DARKROOM!
DON'T LET US SPOIL THE PRINTS! WE'LL WAIT, M'BOY!
JUST SO LONG AS THEY'RE NOT SHOTS OF ANY OTHER CHICKS!
WHEW! THAT WAS TOO CLOSE!
OKAY... SO I GAINED A LITTLE TIME! BUT NOW WHAT DO I DO?
HAVE TO THINK OF SOMETHING DRASTIC... TO THROW HIM OFF THE TRAIL... ONCE AND FOR ALL!
AND... SINCE IT WAS SPIDER-MAN WHO GOT ME INTO THIS JAM...
LET'S SEE IF THE WEB-SPINNER HIMSELF WILL BE ABLE TO GET ME OUT!
IT'S A REAL LONG SHOT... BUT IT'LL BE WORTH IT... IF IT WORKS!
IT'S A GOOD THING MY VOICE SOUNDS MUFFLED --- AND DIFFERENT ...THRU MY MASK!
DAD, I STILL THINK YOU'RE 'WAY OFF-BASE ABOUT PETER! I'VE KNOWN HIM FOR... OH!
WHAT'S THAT, HONEY? WHAT DID YOU SAY?
THERE'S SOMEONE... AT THE WINDOW!
SPIDER-MAN!
STAY WHERE YOU ARE, MISTER! THIS ISN'T A SOCIAL CALL!
PARKER'S THE ONE I WANT!
4


THEN I WAS RIGHT! THERE IS SOME CONNECTION BETWEEN YOU AND PETER PARKER!
PERFECT! THEY STILL THINK PETER AND SPIDEY ARE TWO DIFFERENT PEOPLE!
DAD! HE-- HE SEEMS SO ANGRY! AS THOUGH HE WANTS TO HURT PETE!
AS THOUGH--- HE HAS SOME SORT OF GRUDGE AGAINST HIM!
I'VE MORE THAN A GRUDGE AGAINST HIM!

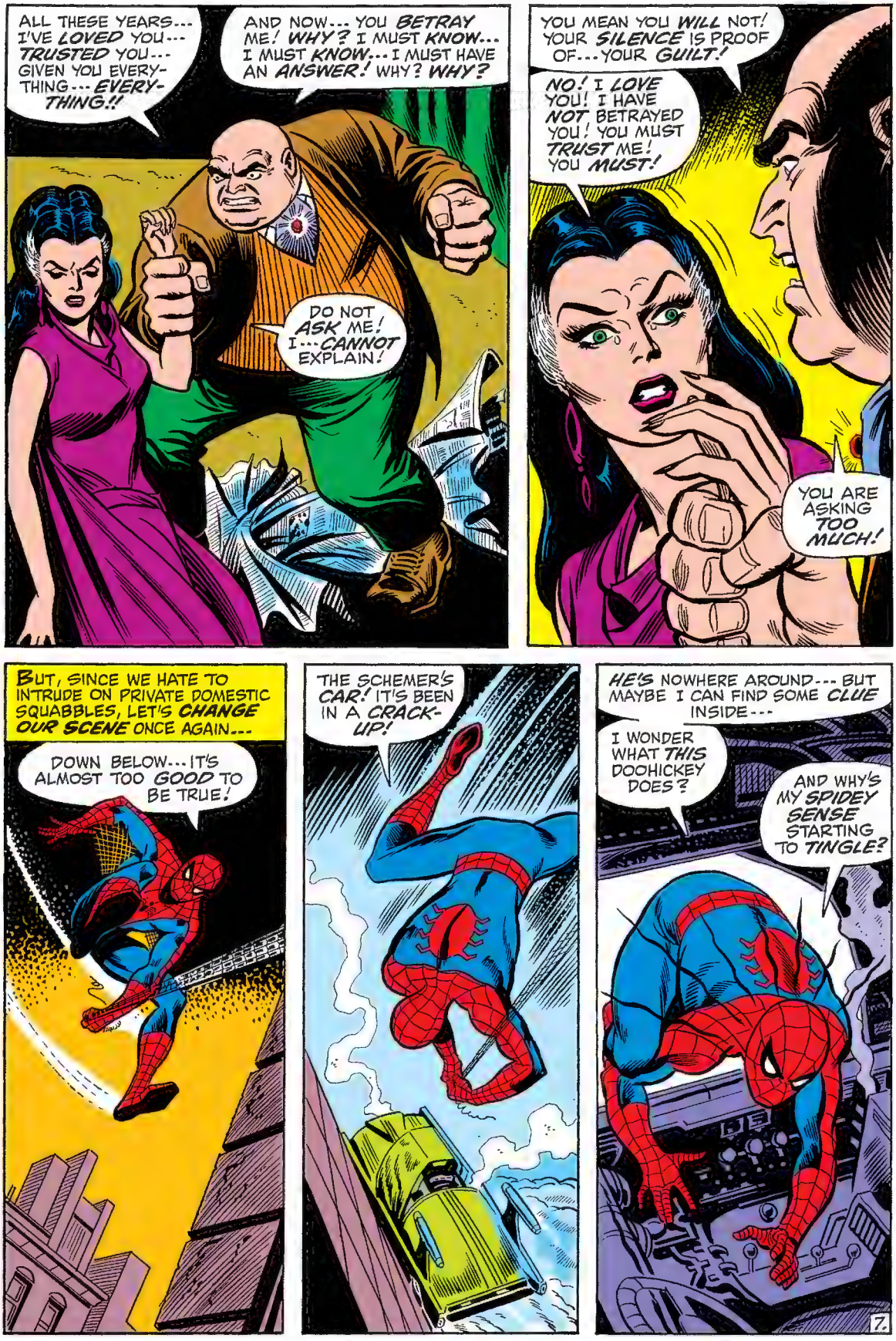

I MADE A DEAL WITH HIM---HE TAKES THE PICTURES---WE SPLIT THE DOUGH! BUT HE STILL OWES ME PLENTY!
HE'LL PAY YOU! PETER PARKER WOULD NEVER WELCH ON A DEBT!
ANYWAY, HE ISN'T HERE! HE LEFT HOURS AGO!
YOU WOULDN'T LIE TO ME, LADY?

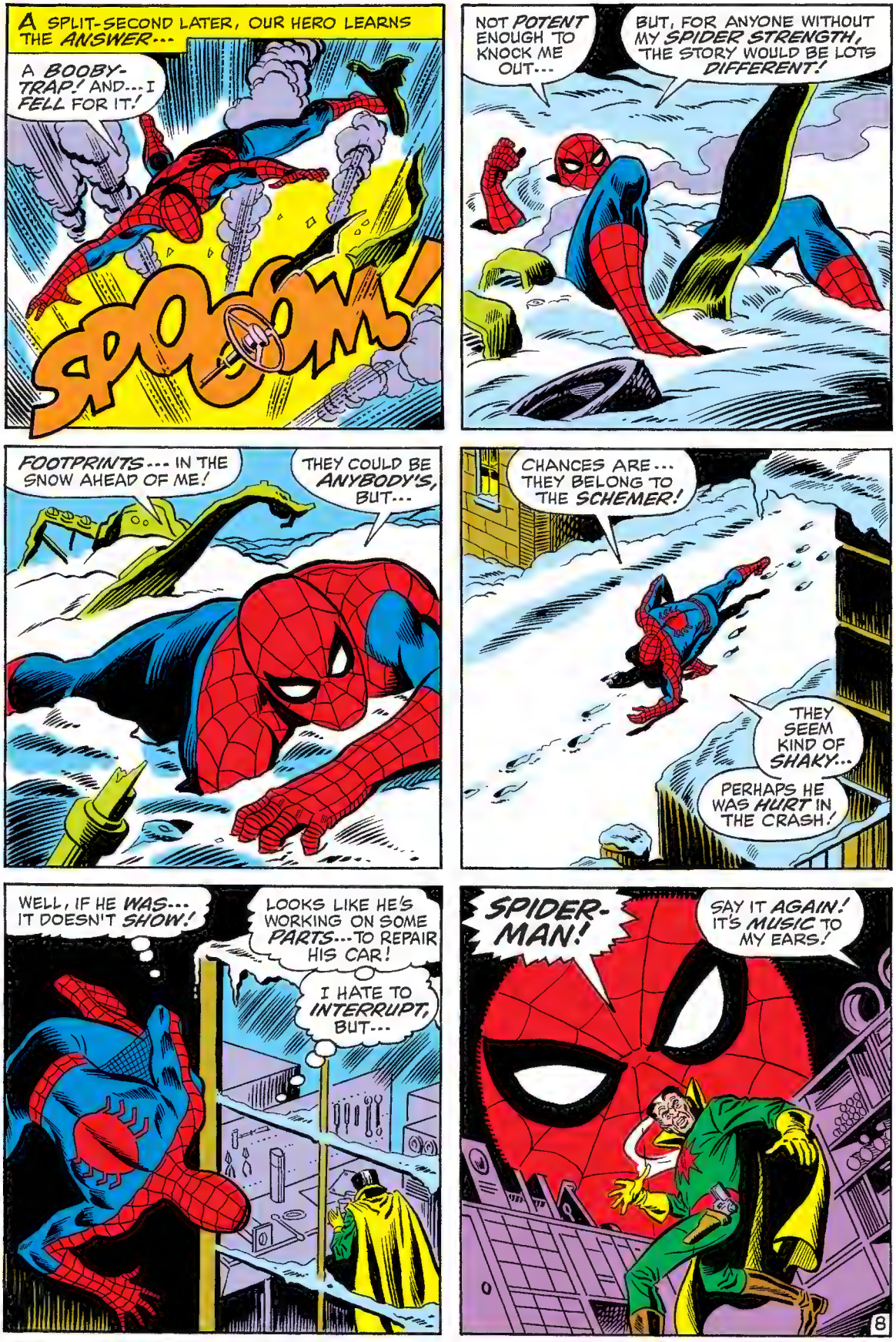

YOU DID IT, GWEN! HE'S LEAVING! AND WE'D BETTER GO, TOO--- SO THAT HE DOESN'T DOUBT US!
WHAT YOU DID TOOK COURAGE, DEAR! IF SPIDER-MAN HADN'T BELIEVED YOU---
BUT HE DID! THAT'S ALL THAT MATTERS!

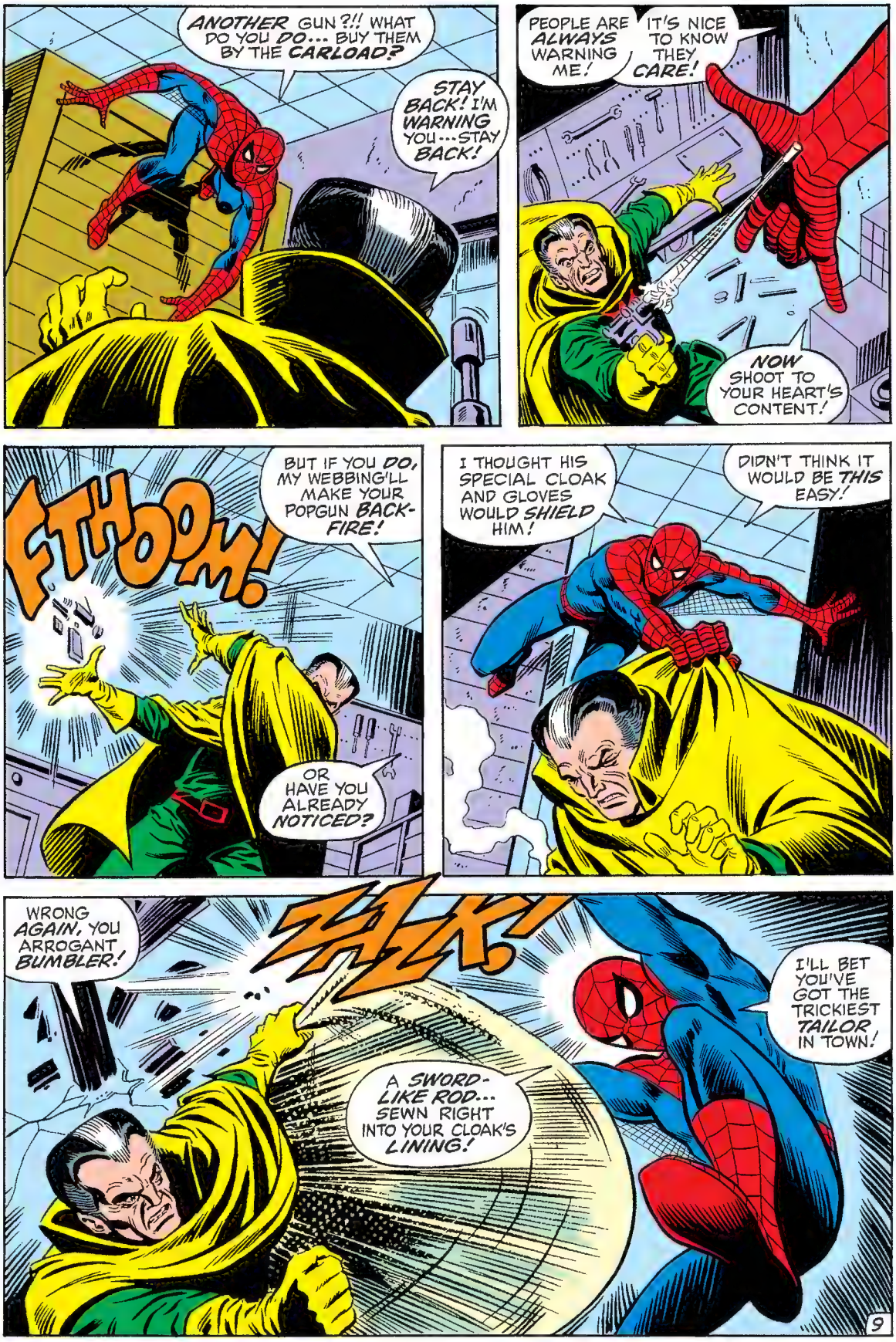

HE'S WATCHING US--- FROM THAT BUILDING ABOVE! WE DARE NOT RETURN TO PARKER!
POOR PETER! NO WONDER HE SOMETIMES SEEMS SO NERVOUS-- SO FEARFUL!
HAD TO MAKE SURE THEY SAW ME--- SO THEY WON'T RETURN!

WELL, IT WORKED! MIGHT AS WELL GO AFTER THE SCHEMER AGAIN!
ANYTHING'S BETTER THAN SITTING AROUND FEELING SORRY FOR MYSELF!
BESIDES, I CAN'T LET THAT REWARD SLIP AWAY!

BUT, WHAT OF THE KINGPIN? AHH, WE WERE HOPING YOU'D ASK---
IT DOESN'T SEEM POSSIBLE! HOW DID THE BUGLE MANAGE TO GET THESE PHOTOS OF MY BATTLE WITH THE SCHEMER... AND SPIDER-MAN?
DAILY BUGLE
EXCLUSIVE PICTURES
IF THERE WAS A PHOTOGRAPHER ON THE SCENE, I'D HAVE KNOWN IT!
EVERY TIME THAT ACCURSED SPIDER-MAN IS INVOLVED IN ANYTHING, THE BUGLE PRINTS HIS---
WAIT!! WHAT'S THIS??!
SO THAT'S WHY THE SCHEMER RAN OFF WITHOUT YOU!!
THAT'S WHY HE GOT AWAY SO EASILY--- WHILE YOU CLAIMED TO BE "HIDING" IN THE SHADOWS!
I SHOULD HAVE KNOWN! MY SUSPICIONS WERE RIGHT...
THERE IS SOMETHING BETWEEN THE TWO OF YOU!
YOU MUST BE MAD! HOW--- CAN YOU SAY A THING LIKE THAT?
LOOK! SEE FOR YOURSELF! IT'S ALL HERE... RIGHT IN THIS PICTURE!
I SAID LOOK AT IT!!
DAILY BUGLE
EXCLUSIVE PICTURES
IT WAS YOU!! YOU YOU WERE THE ONE WHO LED HIM OUT...THRU THE SECRET SLIDING PANEL!!
6

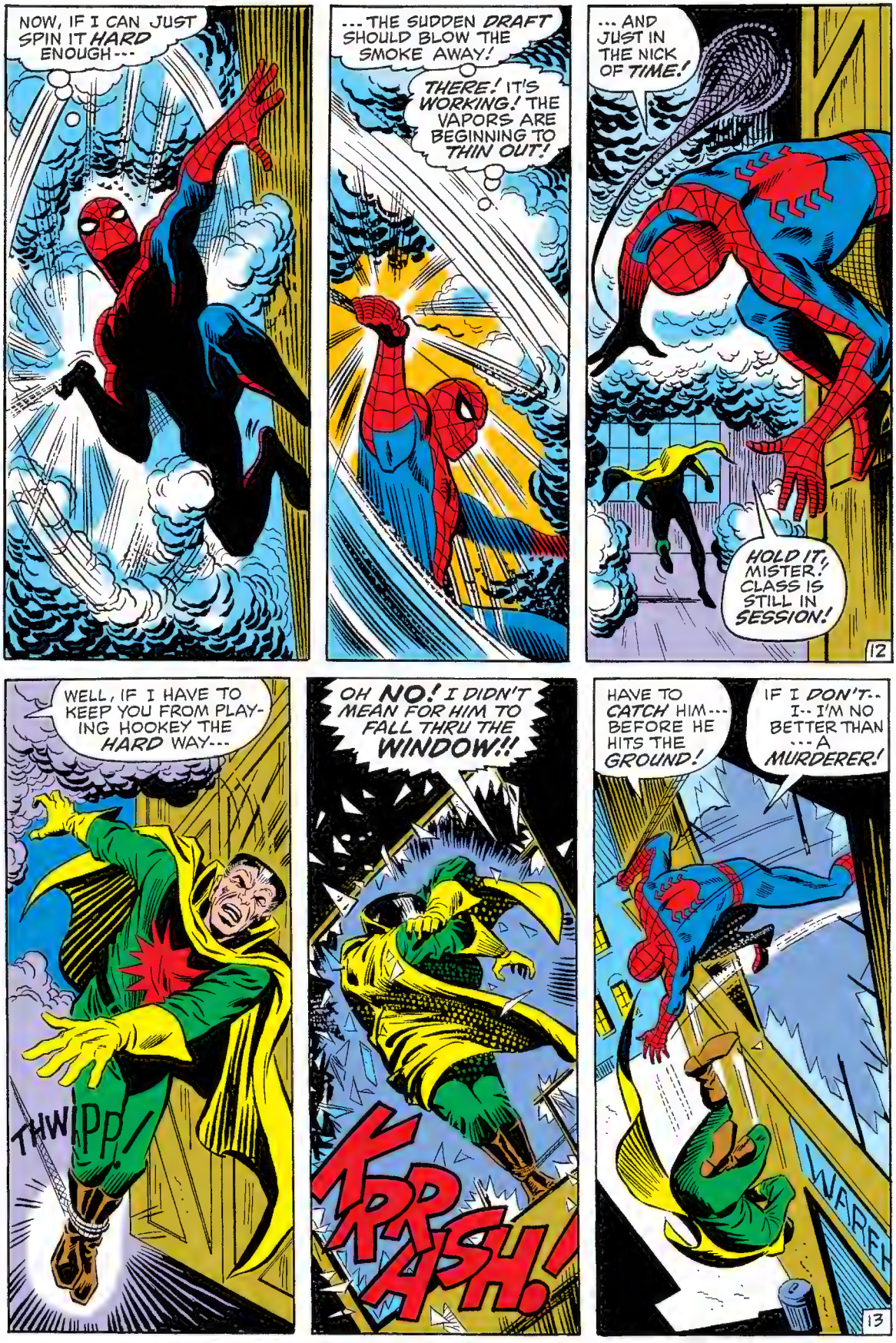

ALL THESE YEARS... I'VE LOVED YOU... TRUSTED YOU... GIVEN YOU EVERYTHING... EVERYTHING!!
AND NOW... YOU BETRAY ME! WHY? I MUST KNOW... I MUST KNOW... I MUST HAVE AN ANSWER! WHY? WHY?
DO NOT ASK ME! I... CANNOT EXPLAIN!
YOU MEAN YOU WILL NOT! YOUR SILENCE IS PROOF OF... YOUR GUILT!
NO! I LOVE YOU! I HAVE NOT BETRAYED YOU! YOU MUST TRUST ME! YOU MUST!
YOU ARE ASKING TOO MUCH!
BUT, SINCE WE HATE TO INTRUDE ON PRIVATE DOMESTIC SQUABBLES, LET'S CHANGE OUR SCENE ONCE AGAIN...
DOWN BELOW... IT'S ALMOST TOO GOOD TO BE TRUE!
THE SCHEMER'S CAR! IT'S BEEN IN A CRACK-UP!
HE'S NOWHERE AROUND... BUT MAYBE I CAN FIND SOME CLUE INSIDE...
I WONDER WHAT THIS DOOHICKEY DOES?
AND WHY'S MY SPIDEY SENSE STARTING TO TINGLE?
7.


A SPLIT-SECOND LATER, OUR HERO LEARNS THE ANSWER---
A BOOBY-TRAP! AND---I FELL FOR IT!
SPOOOM!
NOT POTENT ENOUGH TO KNOCK ME OUT---
BUT, FOR ANYONE WITHOUT MY SPIDER STRENGTH, THE STORY WOULD BE LOTS DIFFERENT!
FOOTPRINTS--- IN THE SNOW AHEAD OF ME!
THEY COULD BE ANYBODY'S, BUT---
CHANCES ARE--- THEY BELONG TO THE SCHEMER!
THEY SEEM KIND OF SHAKY...
PERHAPS HE WAS HURT IN THE CRASH!
WELL, IF HE WAS--- IT DOESN'T SHOW!
LOOKS LIKE HE'S WORKING ON SOME PARTS---TO REPAIR HIS CAR!
I HATE TO INTERRUPT, BUT---
SPIDER-MAN!
SAY IT AGAIN! IT'S MUSIC TO MY EARS!
8


ANOTHER GUN?!! WHAT DO YOU DO... BUY THEM BY THE CARLOAD?
STAY BACK! I'M WARNING YOU...STAY BACK!
PEOPLE ARE ALWAYS WARNING ME!
IT'S NICE TO KNOW THEY CARE!
NOW SHOOT TO YOUR HEART'S CONTENT!
FTHOOM!
BUT IF YOU DO, MY WEBBING'LL MAKE YOUR POPGUN BACK-FIRE!
OR HAVE YOU ALREADY NOTICED?
I THOUGHT HIS SPECIAL CLOAK AND GLOVES WOULD SHIELD HIM!
DIDN'T THINK IT WOULD BE THIS EASY!
WRONG AGAIN, YOU ARROGANT BUMBLER!
ZLK!
A SWORD-LIKE ROD... SEWN RIGHT INTO YOUR CLOAK'S LINING!
I'LL BET YOU'VE GOT THE TRICKIEST TAILOR IN TOWN!

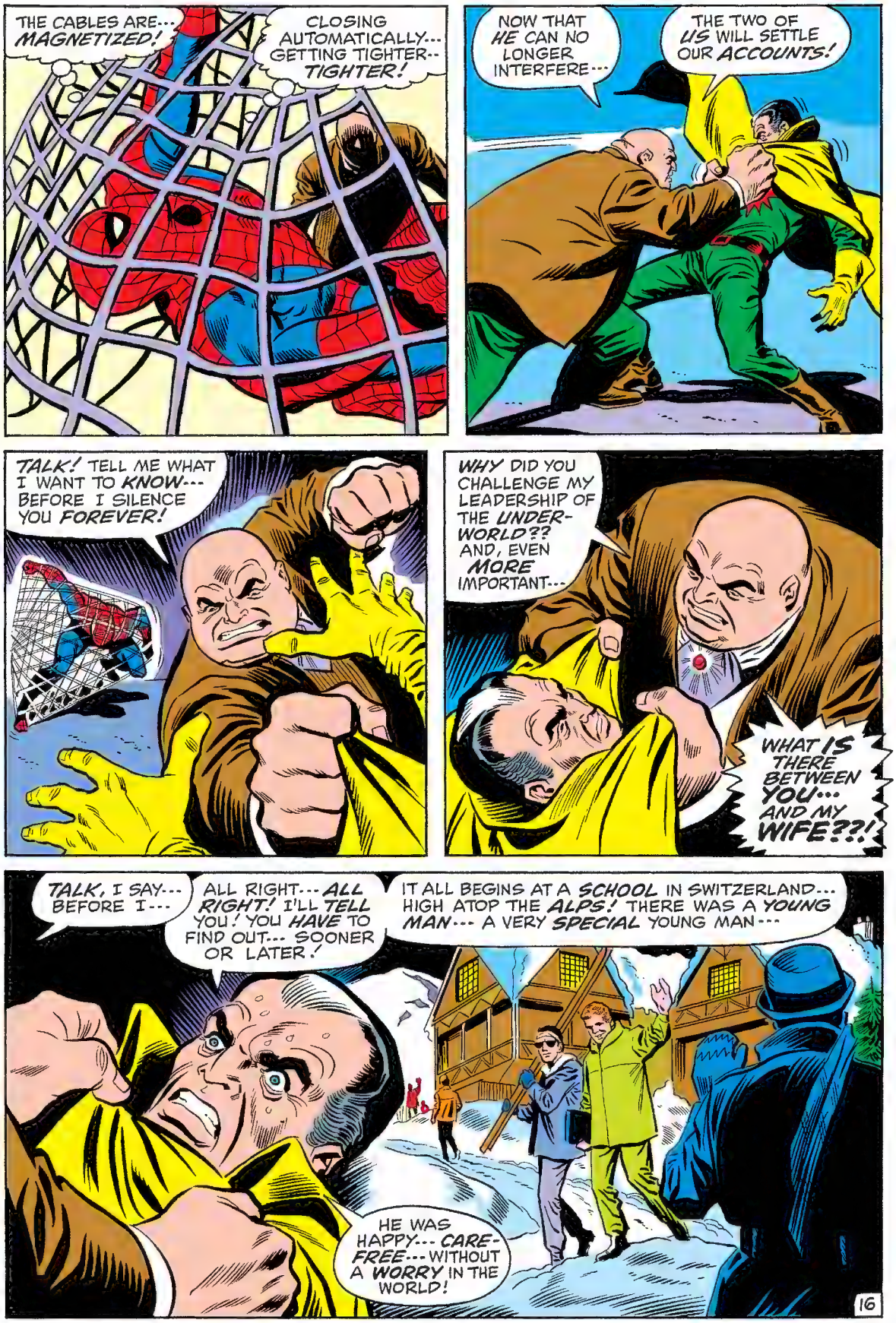
WOULD YOU BELIEVE A TAILOR TRICKY ENOUGH TO LINE MY CAPE WITH A STUN NOZZLE ?!!
AND WOULDJA BELIEVE A SPIDEY FAST ENOUGH TO DODGE IT?
BLAM!
DO YOU THINK THAT WAS MY ONLY WEAPON? UNFFF!
I DUNNO! I WASN'T COUNTING!
BUT, JUST IN CASE IT WASN'T...
UH OH! WHAT'S HE REACHING FOR NOW?
YOU'RE FAST, SPIDER-MAN...
?!?
... BUT NOT FAST ENOUGH... FOR THIS!
THPOW!

A SMOKE GRENADE!
THE ONE THING THAT NEVER FAILS TO DULL MY SPIDER SENSE!
NOT ONLY CAN'T I SEE HIM NOW--- I CAN'T EVEN SENSE HIM!
AND, SINCE SPIDEY HAS ENOUGH TO WORRY ABOUT, PERHAPS IT'S JUST AS WELL THAT HE ISN'T AWARE OF--- THIS---
GWEN! I STILL SAY WE SHOULDN'T HAVE RETURNED SO SOON!
BUT WHY DIDN'T PETER ANSWER... WHEN WE PHONED HIM?
HE MAY BE IN TROUBLE! HE MAY NEED US!
WHAT IF SPIDER-MAN CAME BACK--- AFTER WE LEFT?
I STILL CAN'T BELIEVE HE'S AS DANGEROUS AS THEY SAY!
PETER? ARE YOU THERE?
THE APARTMENT SEEMS TO BE DESERTED!
BUT THERE'S NO SIGN OF A STRUGGLE!
A STRUGGLE? THEN... YOU ALSO THOUGHT...
OH, DAD! HOW COULD POOR PETER... OR ANY NORMAL PERSON--- PUT UP A STRUGGLE AGAINST SPIDER-MAN?!!
EASY, DEAR--- EASY!
WHAT-- WHAT CHANCE WOULD HE HAVE?
PETER MIGHT BE HIS PRISONER NOW! HE MIGHT HAVE TAKEN HIM---ANY-WHERE!
I'LL CALL THE PRECINCT! PERHAPS THEY CAN CHECK IT OUT!
OF COURSE... THERE IS ANOTHER POSSIBILITY...
EVEN IF PETER DID LEAVE WITH SPIDER-MAN--- HOW DO WE KNOW HE DIDN'T GO--- WILLINGLY?
BUT, WHILE CAPTAIN STACY MULLS THAT OVER---
I'VE GOT TO CLEAR THE SMOKE--- AND FAST!
...SO I'LL SPIN MYSELF A WEB BOLO--!
11.


NOW, IF I CAN JUST SPIN IT HARD ENOUGH---
---THE SUDDEN DRAFT SHOULD BLOW THE SMOKE AWAY!
THERE! IT'S WORKING! THE VAPORS ARE BEGINNING TO THIN OUT!
--- AND JUST IN THE NICK OF TIME!
HOLD IT, MISTER! CLASS IS STILL IN SESSION!
12
WELL, IF I HAVE TO KEEP YOU FROM PLAYING HOOKEY THE HARD WAY---
THWIPP!
OH NO! I DIDN'T MEAN FOR HIM TO FALL THRU THE WINDOW!!
KRR ASH!
HAVE TO CATCH HIM--- BEFORE HE HITS THE GROUND!
IF I DON'T-- I-- I'M NO BETTER THAN --- A MURDERER!
WARE
13

MOVING FASTER--- MORE DESPERATELY--- THAN EVER BEFORE, THE FRANTIC YOUTH HURLS HIMSELF INTO SPACE--- AND THEN---
MADE IT!
NOW--- I'LL CLAIM THE REWARD BEFORE ANYTHING ELSE GOES WRONG!
THIS IS THE ADDRESS ON THE REWARD POSTER!
WAIT! YOU--- YOU CAN'T TAKE ME THERE!
WANNA BET?
WE'VE BEEN WAITING FOR YOU! TAKE HIM INSIDE!
WAITING? BUT--- HOW DID THEY KNOW?
YOU FOOL! YOU DON'T KNOW WHAT YOU'RE DOING!
KEEP 'IM HERE--- TILL THE CHIEF COMES!
WHAT KIND OF PRECINCT IS THIS? WHY THE HIGH FLOOR--- THE APARTMENT-TYPE FURNISHINGS?
S'MATTER? YOU WANT US TO REDECORATE IT FOR YOU?
HE WAS DRESSED LIKE A COP... LOOKED LIKE A COP... BUT SOMETHING'S WRONG! I CAN FEEL IT!
WHERE COULD I HAVE SLIPPED UP? WHAT HAVE I GOTTEN MYSELF INTO?
14

STEEL PANELS--- SLIDING DOWN!! COVERING THE DOORS AND WINDOWS!!
WHIRRRR
RRRR
SURPRISED, GENTLEMEN? YOU REALLY SHOULDN'T BE!
THAT VOICE! YOU SHOULD HAVE KNOWN! YOU SHOULD HAVE SUSPECTED!
AFTER ALL, WHO WOULD BE MORE ANXIOUS TO PAY A REWARD FOR THE SCHEMER THAN--- THE KINGPIN?
AND, NOW THAT YOU HAVE STUPIDLY DELIVERED HIM--- YOU SHALL RECEIVE YOUR REWARD---
BUT IT WILL BE SOMEWHAT DIFFERENT THAN YOU MAY HAVE EXPECTED!
THOSE "POLICE"-- THEY WERE YOUR MEN-- IN PHONY UNIFORMS!
THERE'S NO NEED TO EXPLAIN IT TO ME, YOU WITLESS FOOL!
CLICK!
I'M WELL AWARE OF EVERY BRILLIANT FACET OF MY LITTLE PLAN---
--- JUST AS I AM AWARE THAT YOU WILL NEVER ESCAPE ME AGAIN!
A STEEL-CABLE NET--- DROPPING FROM THE CEILING!
15


THE CABLES ARE--- MAGNETIZED!
CLOSING AUTOMATICALLY--- GETTING TIGHTER-- TIGHTER!
NOW THAT HE CAN NO LONGER INTERFERE---
THE TWO OF US WILL SETTLE OUR ACCOUNTS!
TALK! TELL ME WHAT I WANT TO KNOW--- BEFORE I SILENCE YOU FOREVER!
WHY DID YOU CHALLENGE MY LEADERSHIP OF THE UNDER-WORLD?? AND, EVEN MORE IMPORTANT---
WHAT IS THERE BETWEEN YOU... AND MY WIFE??!
TALK, I SAY--- BEFORE I---
ALL RIGHT--- ALL RIGHT! I'LL TELL YOU! YOU HAVE TO FIND OUT--- SOONER OR LATER!
IT ALL BEGINS AT A SCHOOL IN SWITZERLAND--- HIGH ATOP THE ALPS! THERE WAS A YOUNG MAN--- A VERY SPECIAL YOUNG MAN---
HE WAS HAPPY--- CARE-FREE--- WITHOUT A WORRY IN THE WORLD!
16

"HE STUDIED *HARD*... BECAUSE HE WANTED TO *MAKE* SOMETHING OF HIMSELF---TO MAKE HIS PARENTS *PROUD* OF HIM!"

"HE DEVELOPED HIS *MIND*... HIS *BODY*... HOPING THAT SOME DAY HE COULD BE THE MAN HIS *FATHER* WAS!"

"HE NEVER TIRED OF *TALKING* ABOUT HIS FATHER... OF TELLING HOW *SUCCESSFUL*, HOW *RESPECTED*, HOW *HONORABLE* HE WAS---"

"*NO* BOY HAD EVER *LOVED* A FATHER--- MORE THAN *HE!*"

"BUT THEN, ONE DAY... HIS IDOL *CRUMBLED*... HIS WORLD *COLLAPSED*---!"

NO! IT *CAN'T* BE! IT--- JUST *CAN'T!*

EVERYONE IN *SCHOOL* IS TALKING ABOUT IT!

THAT'S A PICTURE OF... YOUR *FATHER!*

KINGPIN CRIME CZAR

KINGPIN OF CRIME, EH? QUITE A *LEGACY* HE'S LEFT YOU!

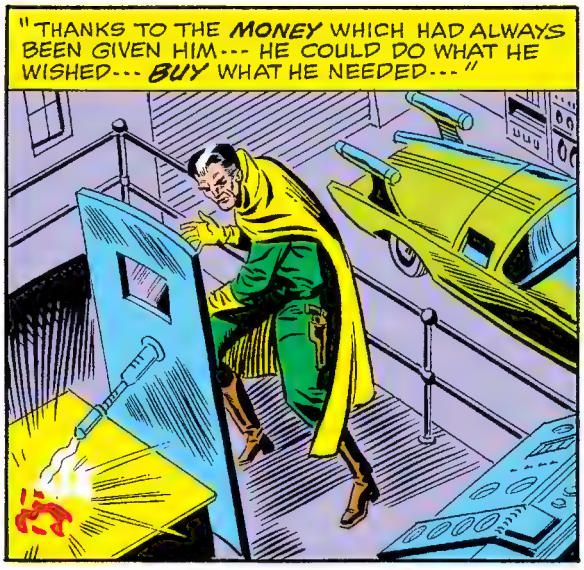
"HOURS LATER... DESPONDENT, DAZED, AND SICK AT HEART... HE RODE A SKI LIFT... BY *HIMSELF*..."

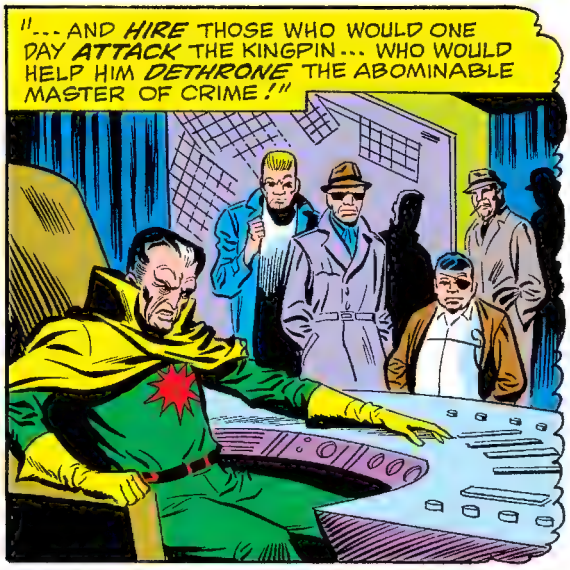
"--AND WAS *NEVER SEEN AGAIN!*"

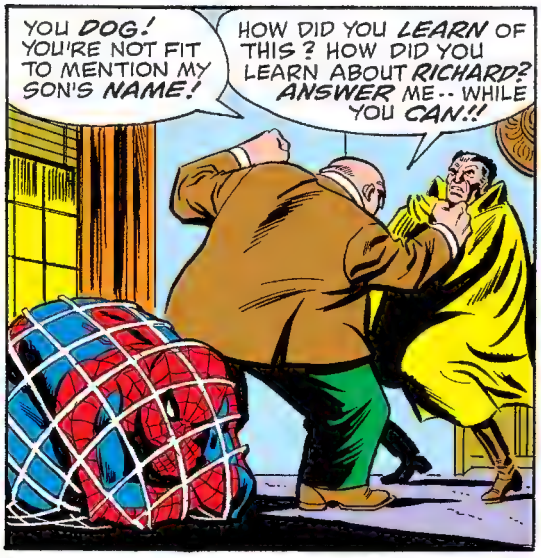
IT'S *HOPELESS!* WE'VE BEEN SEARCHING FOR *DAYS!*

EVEN IF WE WERE TO *FIND* HIM NOW--- IN THE FREEZING *COLD*... WITHOUT ANY *FOOD*--- IT WOULD BE *TOO LATE!*

"AND SO, THE WORLD BELIEVED THAT HE HAD *PERISHED* IN THE ALPS! WHICH WAS THE WAY HE *PLANNED* IT! FOR RICHARD *HAD* TO DIE--- IN ORDER FOR THE *SCHEMER* TO LIVE!"


"THANKS TO THE MONEY WHICH HAD ALWAYS BEEN GIVEN HIM--- HE COULD DO WHAT HE WISHED--- BUY WHAT HE NEEDED---"

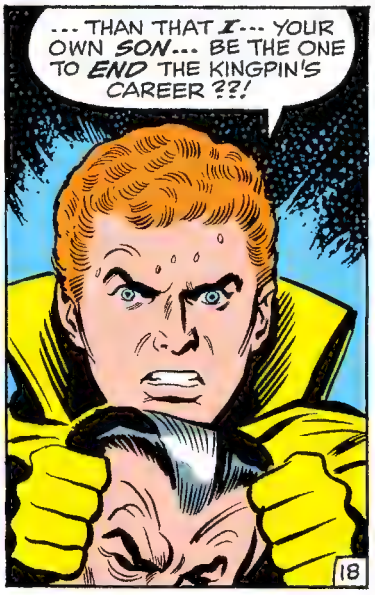

"---AND HIRE THOSE WHO WOULD ONE DAY ATTACK THE KINGPIN--- WHO WOULD HELP HIM DETHRONE THE ABOMINABLE MASTER OF CRIME!"

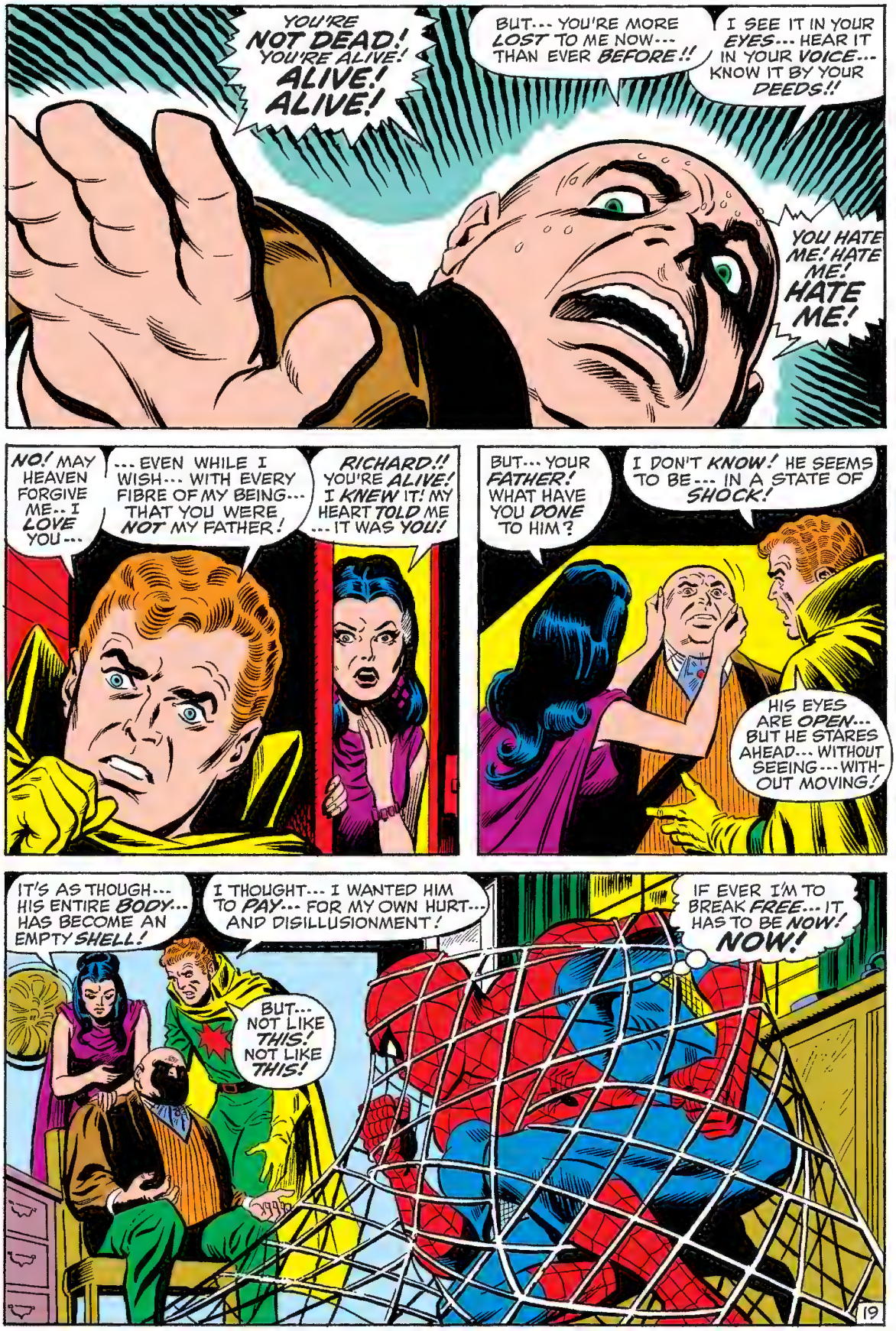

YOU DOG! YOU'RE NOT FIT TO MENTION MY SON'S NAME!
HOW DID YOU LEARN OF THIS? HOW DID YOU LEARN ABOUT RICHARD? ANSWER ME-- WHILE YOU CAN!!

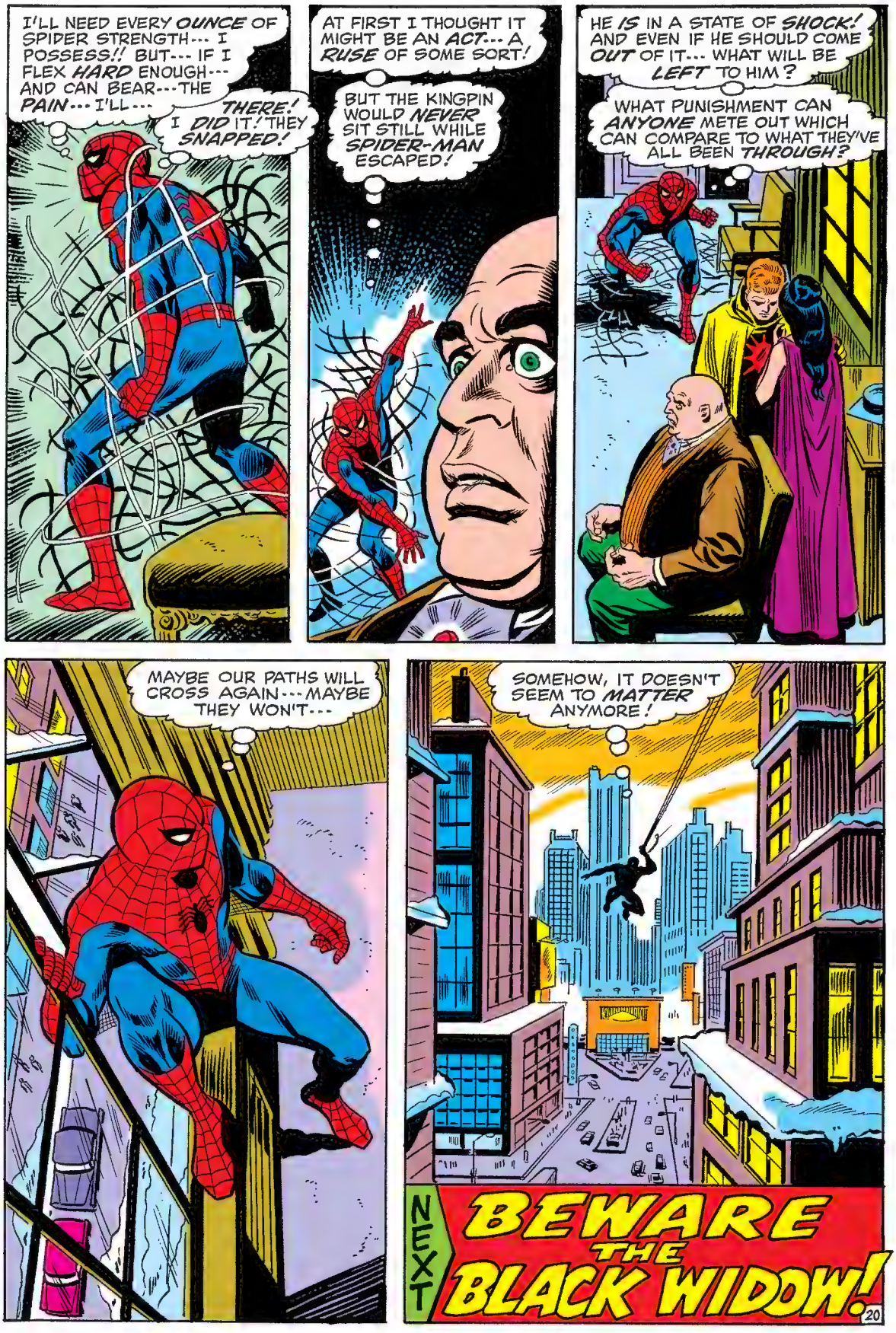
ARE YOU SO BLIND--- SO OBSESSED WITH YOUR OWN MAD HATRED--- THAT YOU STILL DON'T KNOW?
CAN'T YOU SEE? HAVEN'T YOU GUESSED?

ALL THOSE YEARS--- WHILE RICHARD LIVED ON THE MONEY YOU MADE FROM CRIME---

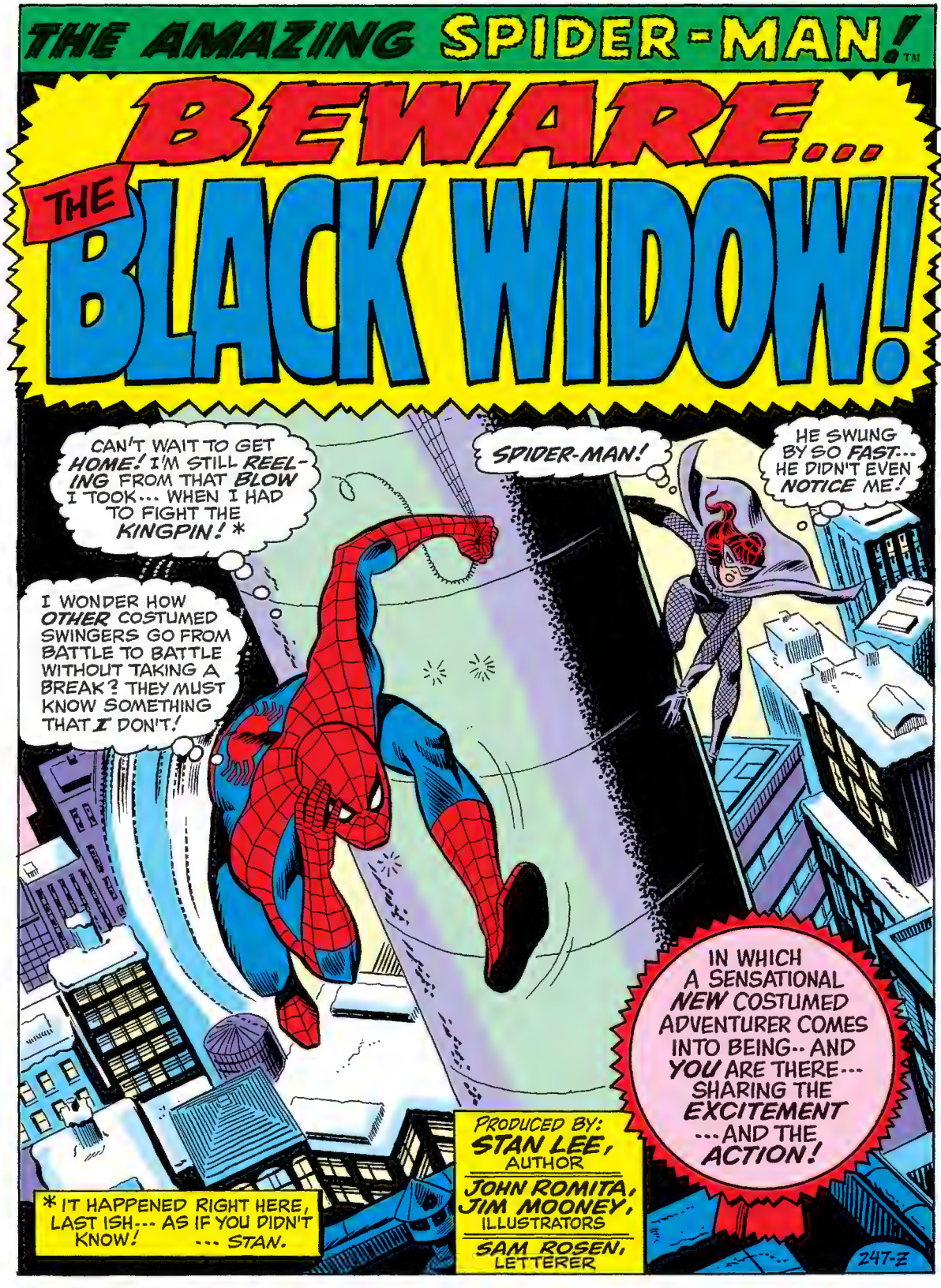
THOSE YEARS HAD TO BE PAID FOR! THERE HAD TO BE AN ACCOUNTING! AND, WHAT COULD BE MORE FITTING--- WHAT COULD BE MORE JUST---


---THAN THAT I--- YOUR OWN SON--- BE THE ONE TO END THE KINGPIN'S CAREER??!


YOU'RE NOT DEAD! YOU'RE ALIVE! ALIVE! ALIVE!
BUT--- YOU'RE MORE LOST TO ME NOW--- THAN EVER BEFORE!!
I SEE IT IN YOUR EYES--- HEAR IT IN YOUR VOICE--- KNOW IT BY YOUR DEEDS!!
YOU HATE ME! HATE ME! HATE ME!
NO! MAY HEAVEN FORGIVE ME--I LOVE YOU---
--- EVEN WHILE I WISH--- WITH EVERY FIBRE OF MY BEING--- THAT YOU WERE NOT MY FATHER!
RICHARD!! YOU'RE ALIVE! I KNEW IT! MY HEART TOLD ME --- IT WAS YOU!
BUT--- YOUR FATHER! WHAT HAVE YOU DONE TO HIM?
I DON'T KNOW! HE SEEMS TO BE--- IN A STATE OF SHOCK!
HIS EYES ARE OPEN--- BUT HE STARES AHEAD--- WITHOUT SEEING--- WITHOUT MOVING!
IT'S AS THOUGH--- HIS ENTIRE BODY--- HAS BECOME AN EMPTY SHELL!
I THOUGHT--- I WANTED HIM TO PAY--- FOR MY OWN HURT--- AND DISILLUSIONMENT!
BUT--- NOT LIKE THIS! NOT LIKE THIS!
IF EVER I'M TO BREAK FREE--- IT HAS TO BE NOW! NOW!


I'LL NEED EVERY OUNCE OF SPIDER STRENGTH--- I POSSESS!! BUT--- IF I FLEX HARD ENOUGH--- AND CAN BEAR--- THE PAIN--- I'LL---
THERE! I DID IT! THEY SNAPPED!
AT FIRST I THOUGHT IT MIGHT BE AN ACT--- A RUSE OF SOME SORT!
BUT THE KINGPIN WOULD NEVER SIT STILL WHILE SPIDER-MAN ESCAPED!
HE IS IN A STATE OF SHOCK! AND EVEN IF HE SHOULD COME OUT OF IT--- WHAT WILL BE LEFT TO HIM?
WHAT PUNISHMENT CAN ANYONE METE OUT WHICH CAN COMPARE TO WHAT THEY'VE ALL BEEN THROUGH?
MAYBE OUR PATHS WILL CROSS AGAIN--- MAYBE THEY WON'T---
SOMEHOW, IT DOESN'T SEEM TO MATTER ANYMORE!
NEXT
BEWARE THE BLACK WIDOW!

SPIDER-MAN
15¢
86
JULY
MARVEL COMICS GROUP
the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
-- SHE'S A FEMALE COPY OF MYSELF!
HOW CAN I FIGHT HER?
ROMITA
PREPARE FOR SPIDEY'S STRANGEST BATTLE!
BEWARE THE BLACK WIDOW!


THE AMAZING SPIDER-MAN!™
BEWARE...
THE BLACK WIDOW!
CAN'T WAIT TO GET HOME! I'M STILL REELING FROM THAT BLOW I TOOK... WHEN I HAD TO FIGHT THE KINGPIN! *
I WONDER HOW OTHER COSTUMED SWINGERS GO FROM BATTLE TO BATTLE WITHOUT TAKING A BREAK? THEY MUST KNOW SOMETHING THAT I DON'T!
SPIDER-MAN!
HE SWUNG BY SO FAST... HE DIDN'T EVEN NOTICE ME!
IN WHICH A SENSATIONAL NEW COSTUMED ADVENTURER COMES INTO BEING.. AND YOU ARE THERE... SHARING THE EXCITEMENT ...AND THE ACTION!
PRODUCED BY: STAN LEE, AUTHOR
JOHN ROMITA, JIM MOONEY, ILLUSTRATORS
SAM ROSEN, LETTERER
* IT HAPPENED RIGHT HERE, LAST ISH... AS IF YOU DIDN'T KNOW! ... STAN.
24T-Z

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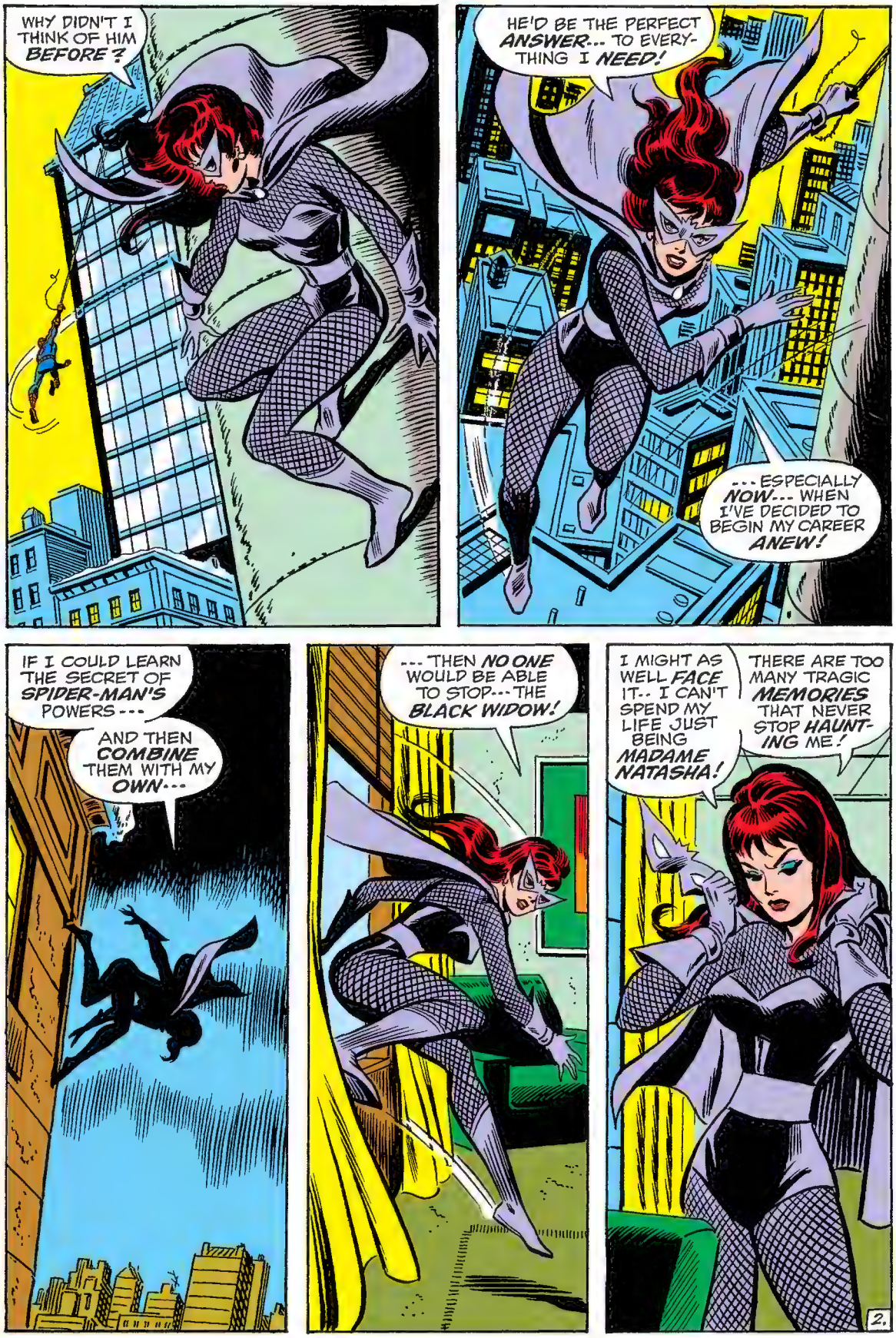
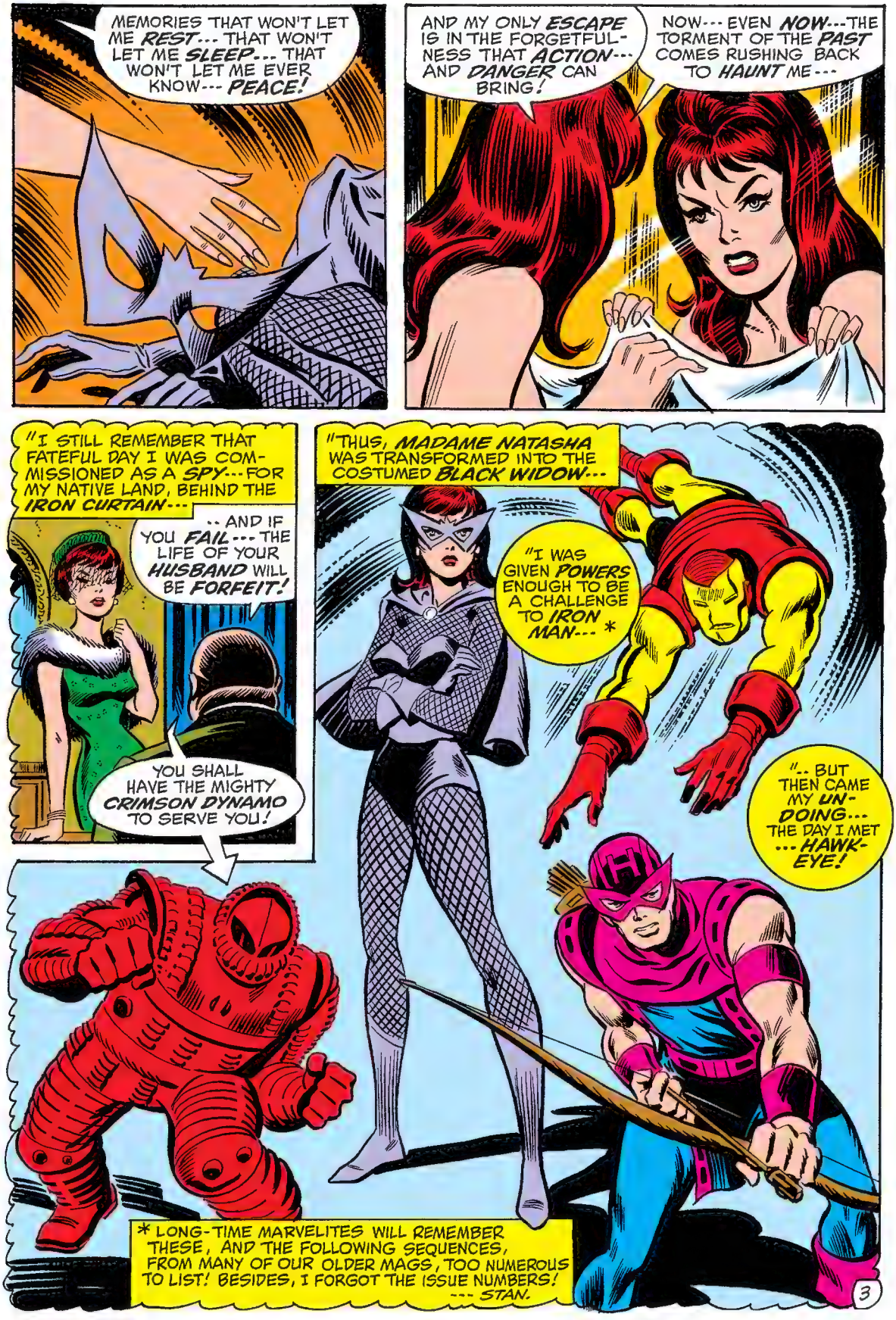
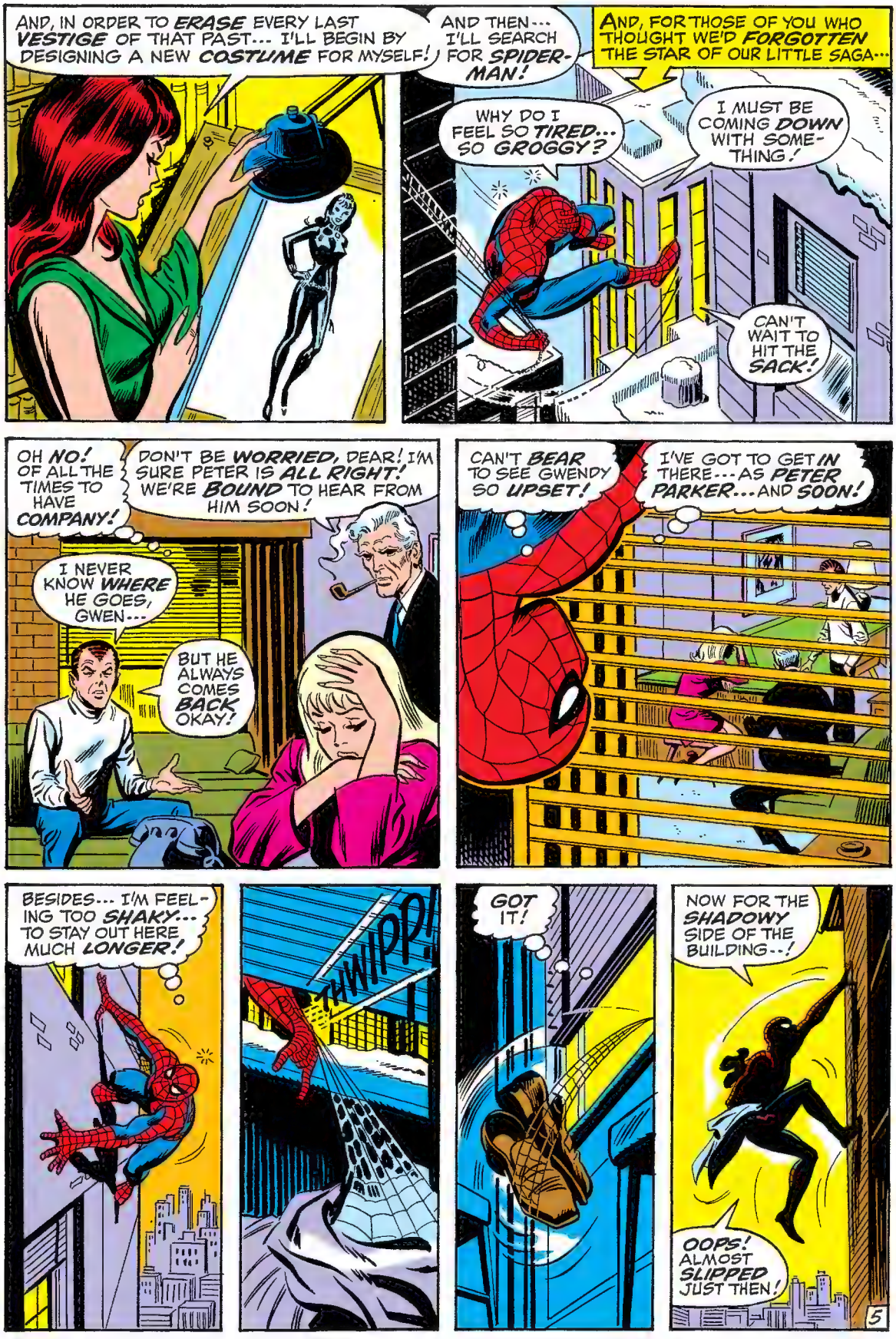
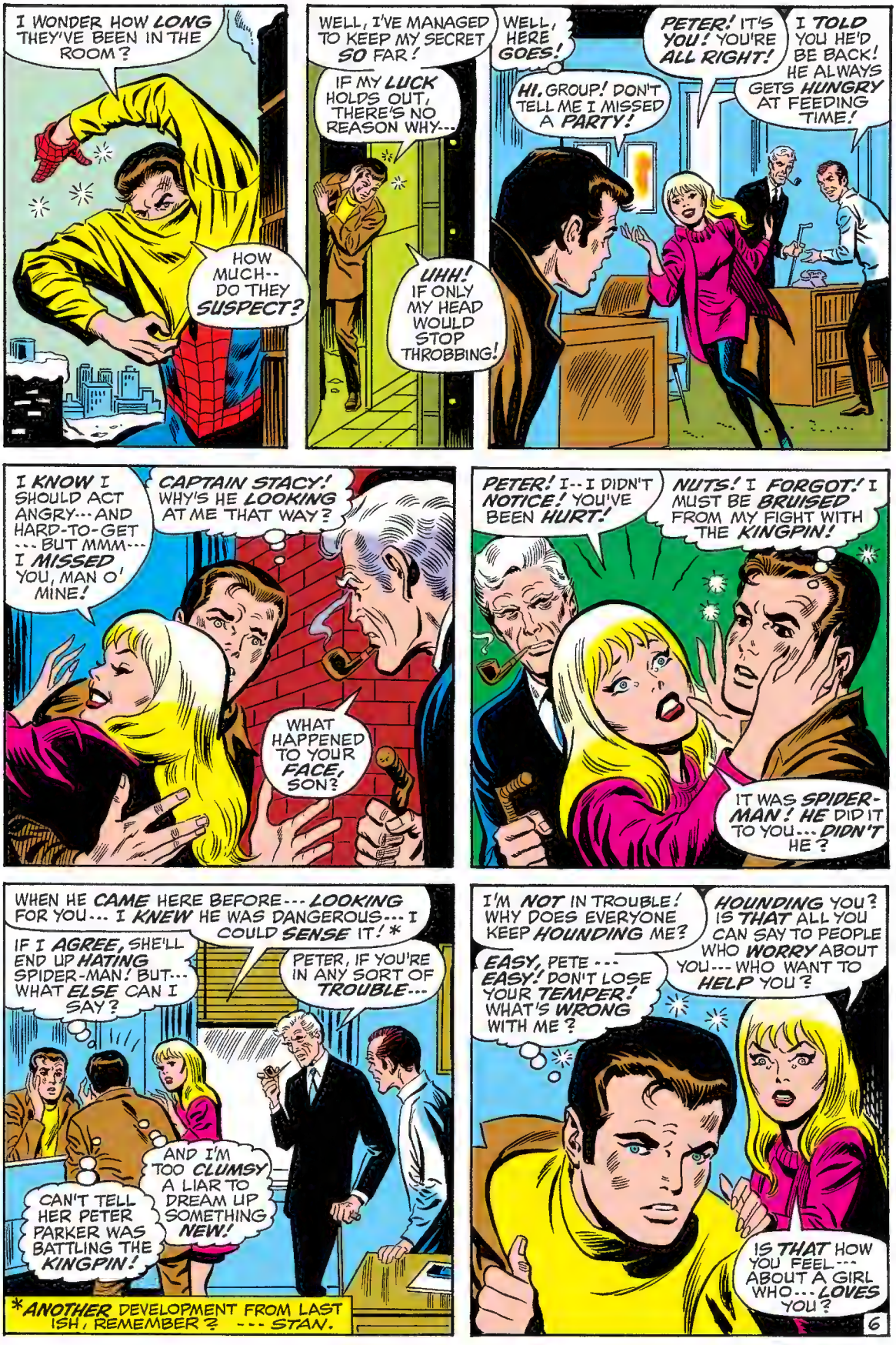

WHY DIDN'T I THINK OF HIM BEFORE?
HE'D BE THE PERFECT ANSWER... TO EVERYTHING I NEED!
...ESPECIALLY NOW... WHEN I'VE DECIDED TO BEGIN MY CAREER ANEW!
IF I COULD LEARN THE SECRET OF SPIDER-MAN'S POWERS...
AND THEN COMBINE THEM WITH MY OWN...
...THEN NO ONE WOULD BE ABLE TO STOP... THE BLACK WIDOW!
I MIGHT AS WELL FACE IT.. I CAN'T SPEND MY LIFE JUST BEING MADAME NATASHA!
THERE ARE TOO MANY TRAGIC MEMORIES THAT NEVER STOP HAUNTING ME!
2.


MEMORIES THAT WON'T LET ME REST--- THAT WON'T LET ME SLEEP--- THAT WON'T LET ME EVER KNOW--- PEACE!
AND MY ONLY ESCAPE IS IN THE FORGETFULNESS THAT ACTION--- AND DANGER CAN BRING!
NOW--- EVEN NOW---THE TORMENT OF THE PAST COMES RUSHING BACK TO HAUNT ME---
"I STILL REMEMBER THAT FATEFUL DAY I WAS COMMISSIONED AS A SPY--- FOR MY NATIVE LAND, BEHIND THE IRON CURTAIN---
--AND IF YOU FAIL--- THE LIFE OF YOUR HUSBAND WILL BE FORFEIT!
YOU SHALL HAVE THE MIGHTY CRIMSON DYNAMO TO SERVE YOU!
"THUS, MADAME NATASHA WAS TRANSFORMED INTO THE COSTUMED BLACK WIDOW---
"I WAS GIVEN POWERS ENOUGH TO BE A CHALLENGE TO IRON MAN--- *
"--BUT THEN CAME MY UNDOING--- THE DAY I MET ---HAWKEYE!
* LONG-TIME MARVELITES WILL REMEMBER THESE, AND THE FOLLOWING SEQUENCES, FROM MANY OF OUR OLDER MAGS, TOO NUMEROUS TO LIST! BESIDES, I FORGOT THE ISSUE NUMBERS! --- STAN.
3

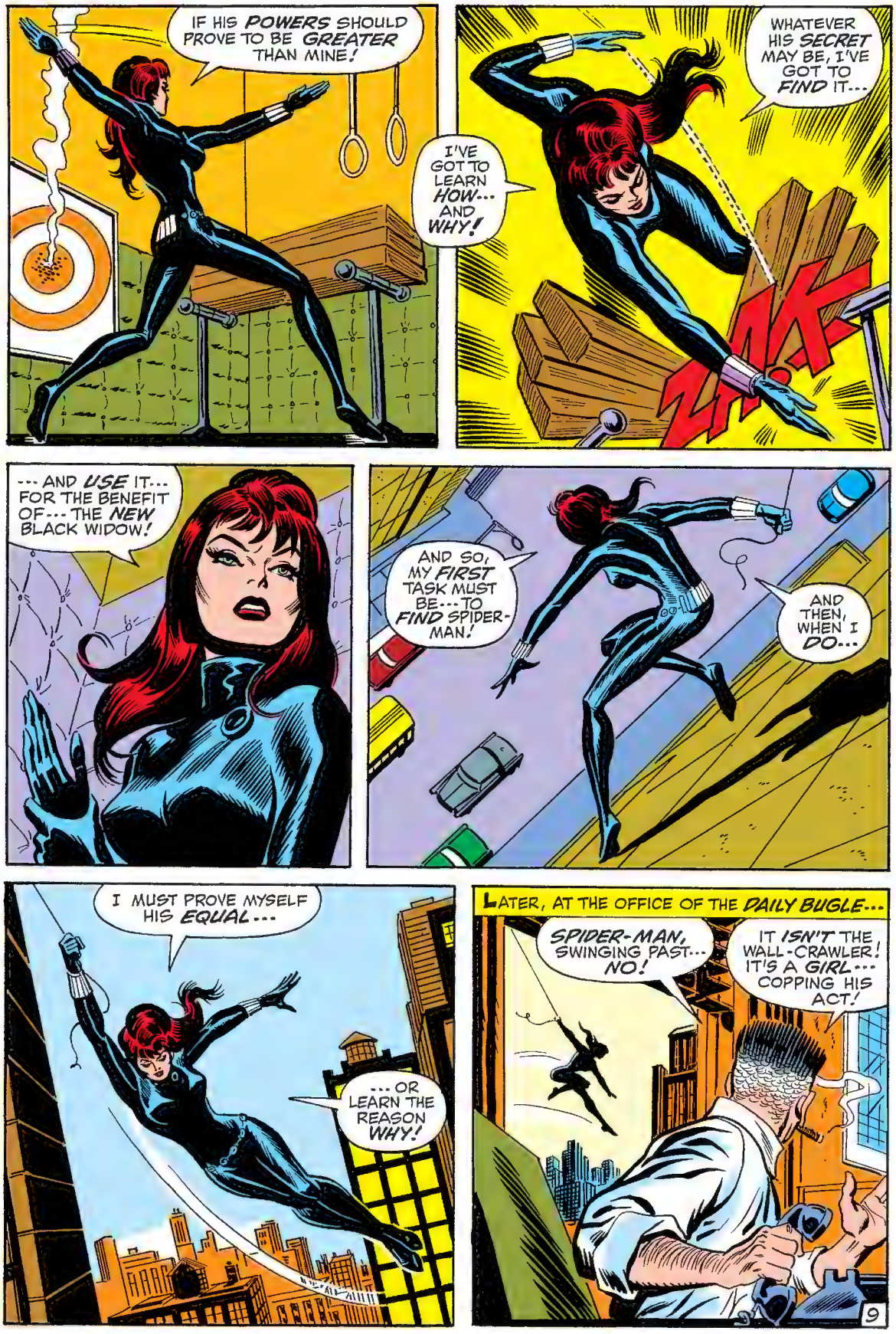
"THOUGH WE BOTH KNEW OUR ROMANCE WAS HOPELESS FROM THE START--- FATE HAD TURNED TWO ENEMIES INTO THE STAR-CROSSED LOVERS!
I'LL NEVER FORGET YOU, NATASHA--- NEVER!
"THEN, IN AN EFFORT TO ESCAPE--- TO LOSE MY HEARTBREAK IN THE SEETHING WHIRLPOOL OF ADVENTURE, I SERVED THE AVENGERS--- AND THE DEDICATED AGENTS OF NICK FURY'S SHIELD---
DON'T TRY TO WARN ME OF DANGER! I WANT THE ASSIGNMENT!
IF YOU SAY SO, LADY!
"HOW COULD I HAVE KNOWN-- HOW COULD I HAVE SUSPECTED--- THAT MY EFFORTS WOULD CONTRIBUTE TO THE DEATH OF---THE RED GUARDIAN--?
"---THE MAN WHO HAD BEEN --- MY OWN HUSBAND!"
"FINALLY, I COULD BEAR THE TORMENT NO LONGER! I HAD TO LEAVE--- TO FLEE FROM EVERYTHING, FROM EVERYONE WHO WAS A LINK TO MY TRAGIC, GUILT-RIDDEN PAST---"
I MUSTN'T TURN BACK! I MUSTN'T--- EVER---TURN BACK!
BUT NOW I KNOW THAT LIVING A LIFE OF EASE AND LUXURY, AS THE WEALTHY, PLEASURE-SEEKING MADAME NATASHA, IS NOT THE ANSWER FOR ME!
I'VE BECOME A LEADER OF THE JET-SET... AND I'VE HATED EVERY MOMENT OF IT!
I'VE GOT TO BECOME--- THE BLACK WIDOW ONCE AGAIN!
I'VE GOT TO DO WHAT I DO BEST... TO FULFILL MY DESTINY... TO HELP ME FORGET---THE HAUNTED PAST!
4

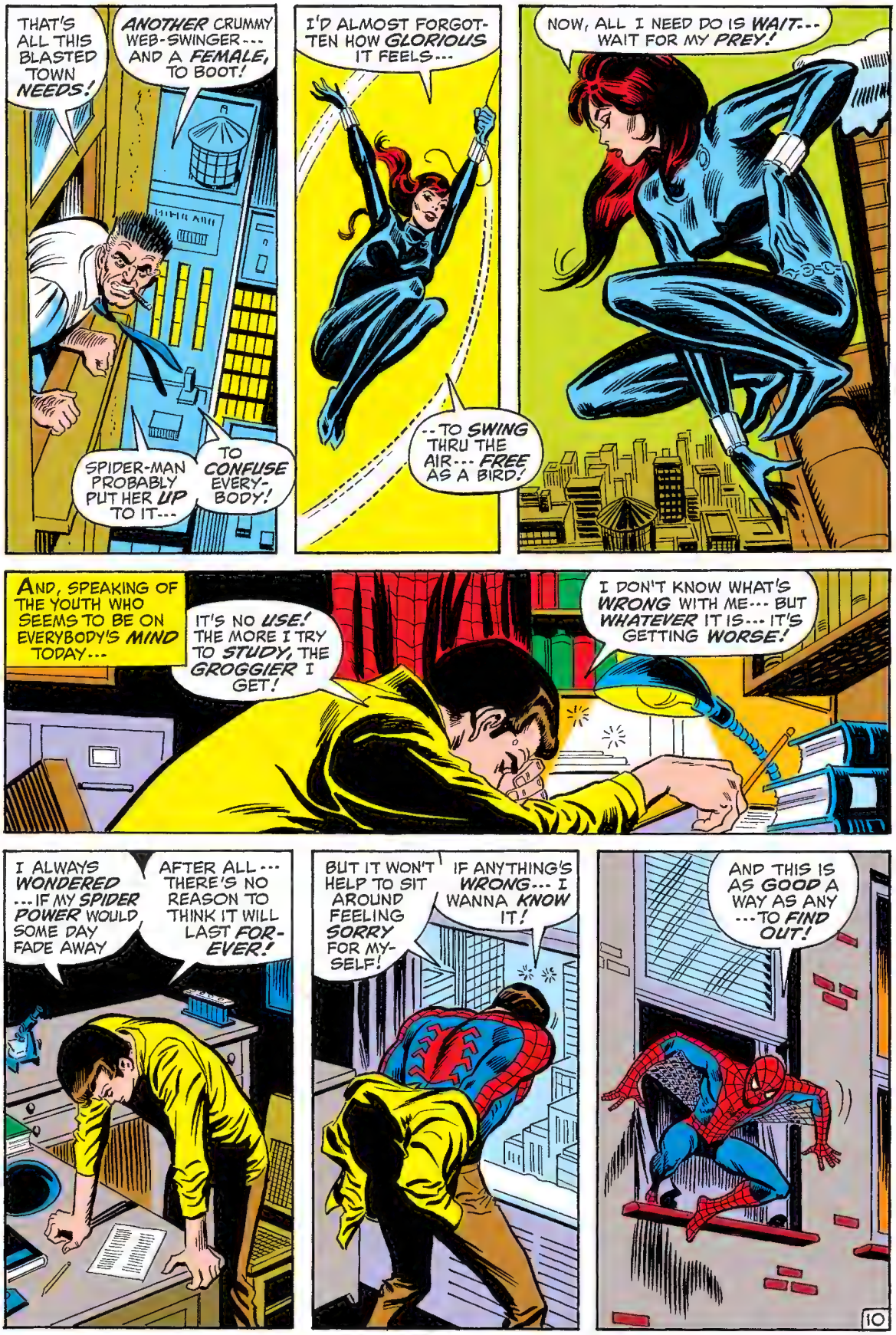

AND, IN ORDER TO ERASE EVERY LAST VESTIGE OF THAT PAST... I'LL BEGIN BY DESIGNING A NEW COSTUME FOR MYSELF!
AND THEN... I'LL SEARCH FOR SPIDER-MAN!
AND, FOR THOSE OF YOU WHO THOUGHT WE'D FORGOTTEN THE STAR OF OUR LITTLE SAGA...
WHY DO I FEEL SO TIRED... SO GROGGY?
I MUST BE COMING DOWN WITH SOMETHING!
CAN'T WAIT TO HIT THE SACK!
OH NO! OF ALL THE TIMES TO HAVE COMPANY!
DON'T BE WORRIED, DEAR! I'M SURE PETER IS ALL RIGHT! WE'RE BOUND TO HEAR FROM HIM SOON!
I NEVER KNOW WHERE HE GOES, GWEN...
BUT HE ALWAYS COMES BACK OKAY!
CAN'T BEAR TO SEE GWENDY SO UPSET!
I'VE GOT TO GET IN THERE...AS PETER PARKER...AND SOON!
BESIDES... I'M FEELING TOO SHAKY... TO STAY OUT HERE MUCH LONGER!
THWIP!
GOT IT!
NOW FOR THE SHADOWY SIDE OF THE BUILDING--!
OOPS! ALMOST SLIPPED JUST THEN!
5

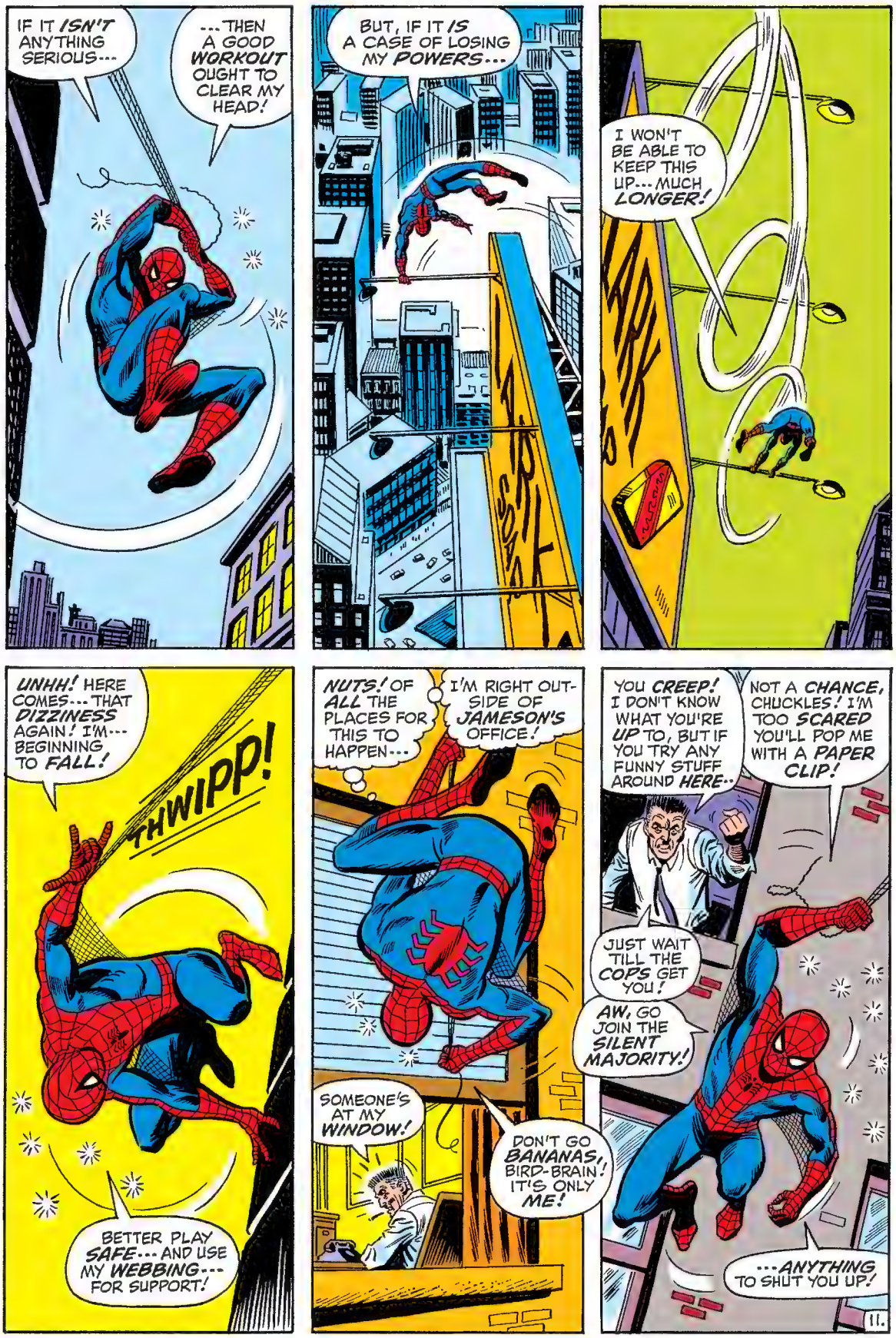

I WONDER HOW LONG THEY'VE BEEN IN THE ROOM?
HOW MUCH-- DO THEY SUSPECT?
WELL, I'VE MANAGED TO KEEP MY SECRET SO FAR!
IF MY LUCK HOLDS OUT, THERE'S NO REASON WHY---
UHH! IF ONLY MY HEAD WOULD STOP THROBBING!
WELL, HERE GOES!
HI, GROUP! DON'T TELL ME I MISSED A PARTY!
PETER! IT'S YOU! YOU'RE ALL RIGHT!
I TOLD YOU HE'D BE BACK! HE ALWAYS GETS HUNGRY AT FEEDING TIME!
I KNOW I SHOULD ACT ANGRY--- AND HARD-TO-GET --- BUT MMM--- I MISSED YOU, MAN O' MINE!
CAPTAIN STACY! WHY'S HE LOOKING AT ME THAT WAY?
WHAT HAPPENED TO YOUR FACE, SON?
PETER! I-- I DIDN'T NOTICE! YOU'VE BEEN HURT!
NUTS! I FORGOT! I MUST BE BRUISED FROM MY FIGHT WITH THE KINGPIN!
IT WAS SPIDER-MAN! HE DID IT TO YOU--- DIDN'T HE?
WHEN HE CAME HERE BEFORE--- LOOKING FOR YOU--- I KNEW HE WAS DANGEROUS--- I COULD SENSE IT! *
IF I AGREE, SHE'LL END UP HATING SPIDER-MAN! BUT--- WHAT ELSE CAN I SAY?
PETER, IF YOU'RE IN ANY SORT OF TROUBLE---
AND I'M TOO CLUMSY A LIAR TO DREAM UP SOMETHING NEW!
CAN'T TELL HER PETER PARKER WAS BATTLING THE KINGPIN!
*ANOTHER DEVELOPMENT FROM LAST ISH, REMEMBER? --- STAN.
I'M NOT IN TROUBLE! WHY DOES EVERYONE KEEP HOUNDING ME?
HOUNDING YOU? IS THAT ALL YOU CAN SAY TO PEOPLE WHO WORRY ABOUT YOU--- WHO WANT TO HELP YOU?
EASY, PETE --- EASY! DON'T LOSE YOUR TEMPER! WHAT'S WRONG WITH ME?
IS THAT HOW YOU FEEL--- ABOUT A GIRL WHO--- LOVES YOU?
6

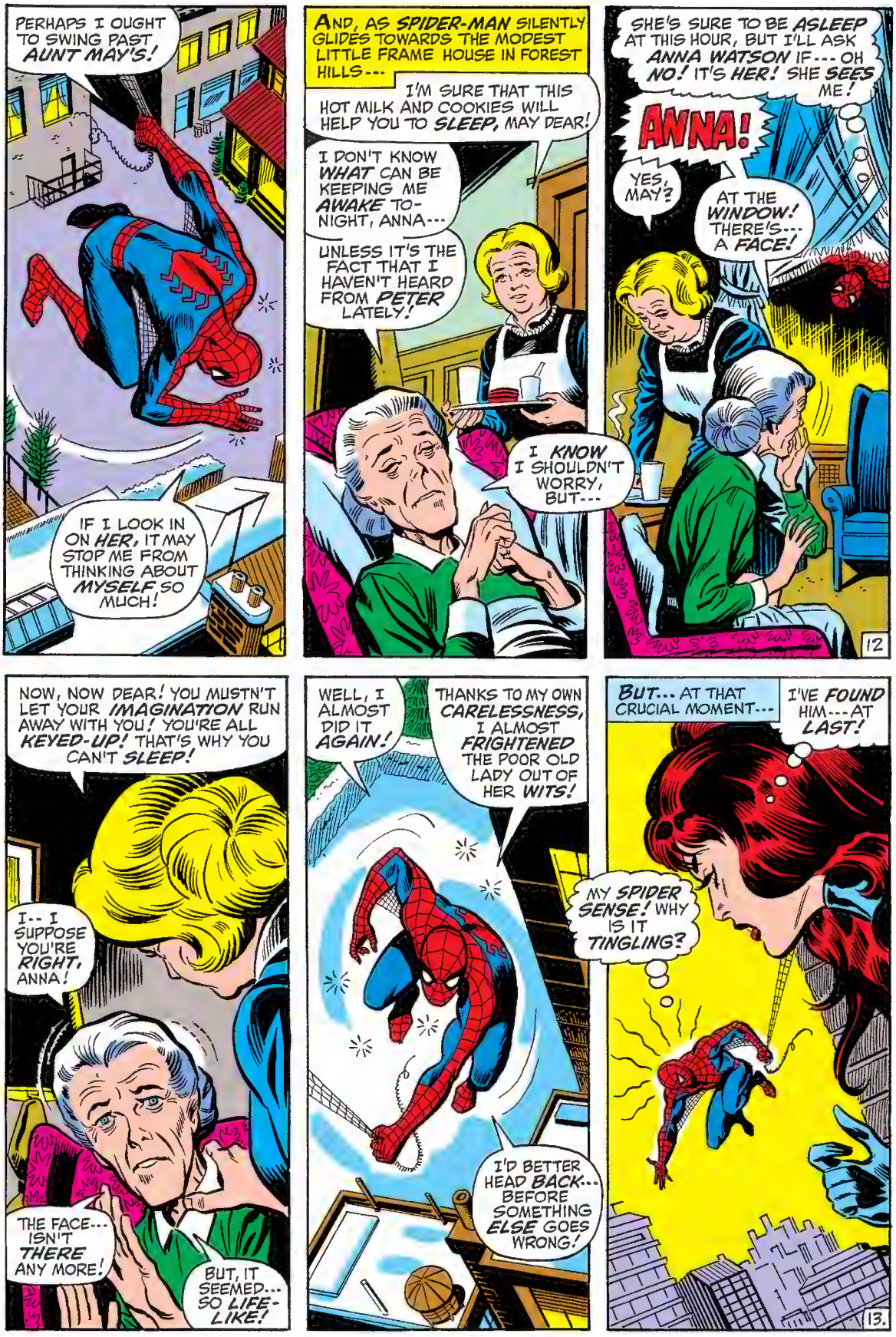
GWEN--- FORGIVE ME! I DIDN'T MEAN TO SNAP LIKE THAT! I--- WOULDN'T HURT YOU.. FOR ANY-THING IN THE WORLD!
IF YOU REALLY MEAN THAT--- I WANT YOU TO MAKE ME A PROMISE---
ANYTHING ---HONEY! ANYTHING!
PROMISE YOU'LL NEVER HAVE ANYTHING TO DO WITH SPIDER-MAN AGAIN! HE'S TOO DANGEROUS! THOSE PHOTOS YOU TAKE OF HIM---AREN'T WORTH THE RISK!
BUT---
SHE'S ONLY ASKING ME FOR MY OWN GOOD--- BECAUSE SHE LOVES ME! I--I CAN'T DENY HER AGAIN!
AND YET--- HOW CAN I PLEDGE HER--- THE IM-POSSIBLE?
YOU CAN CALL ME --WHEN YOU PROMISE!
I'LL DRIVE YOU BOTH HOME!
CAPTAIN STACY---YOU KNOW HOW I FEEL ABOUT GWEN! I WOULDN'T HURT HER FOR ANY-THING! BUT---
I UNDERSTAND, SON! BUT GWEN IS A FEMALE--- AND LIKE ALL FEMALES---SHE THINKS WITH HER HEART!
SHE FEELS YOU'RE KEEPING SOMETHING FROM HER!
AND THAT'S HARD TO TAKE--- FOR A GIRL IN LOVE!
HOW MUCH MORE DOES HE SUSPECT ABOUT ME--- THAN HE'LL ADMIT?
IF ONLY THIS DIZZINESS WOULD PASS ---AND I COULD THINK CLEARLY!
I'VE BEEN IN FIGHTS BEFORE--- BEEN INJURED BEFORE--- BUT NEVER FELT LIKE THIS!
MY SPIDER-STRENGTH NEVER FAILED ME! IT ALWAYS BROUGHT ME A QUICK RECOVERY!
BUT--- WHAT IF I'M FINALLY LOSING IT? WHAT IF I'VE BEEN IN--- ONE FIGHT TOO MANY?
CAN'T SHAKE THIS FEELING--- OF LETHARGY ---AND DULL-NESS! COULDN'T EVEN STUDY--- IF I TRIED!
BUT--- MAYBE IT'S JUST AS WELL! I'M GLAD THAT I'M GROGGY! GLAD IT'S HARD TO THINK!
ANYTHING'S BETTER THAN FACING THE FACT THAT--- I MIGHT BE LOSING GWEN!
AND NOW THAT WE'VE CONCLUDED ONE OF THE LONGEST SCENE-SETTING INTRODUCTIONS IN COMIC BOOK HISTORY, LET'S SEE IF WE CAN GET OUR STORY GOING WHILE WE'RE STILL YOUNG ENOUGH TO CARE---
IT MAY NOT BE AS FANCY, BUT THIS NEW COSTUME WILL BE MORE IN KEEPING WITH THE SWINGY SEVENTIES!
--- AND WITH THE MODERN IMAGE OF THE NEW BLACK WIDOW!

THIS CHAIN BELT I'VE ADDED WILL BE MORE THAN DECORATIVE!
IT'LL HOLD MY SPARE WEB-LINE--- AND STORE THE POWERLETS FOR MY WIDOW'S BITE!
SNNNAP!
THERE! WITH MY MODIFIED WRIST-SHOOTERS IN POSITION, I'M READY FOR ANYTHING!
BUT, NO MATTER HOW EFFECTIVE MY POWERS MAY BE---
THEY'RE JUST LIKE A FEMALE IMITATION OF THE ORIGINAL WALL-CRAWLING, WEB-SHOOTING SPIDER-MAN!
ZAT!
AND SINCE THE BLACK WIDOW HAS NO INTENTION OF LIVING IN THE SHADOW OF ANOTHER---
I'VE GOT TO GO AFTER SPIDER-MAN ---AND SNARE HIM---
---AND SEE WHAT MAKES HIM TICK!
SPLAT!
8

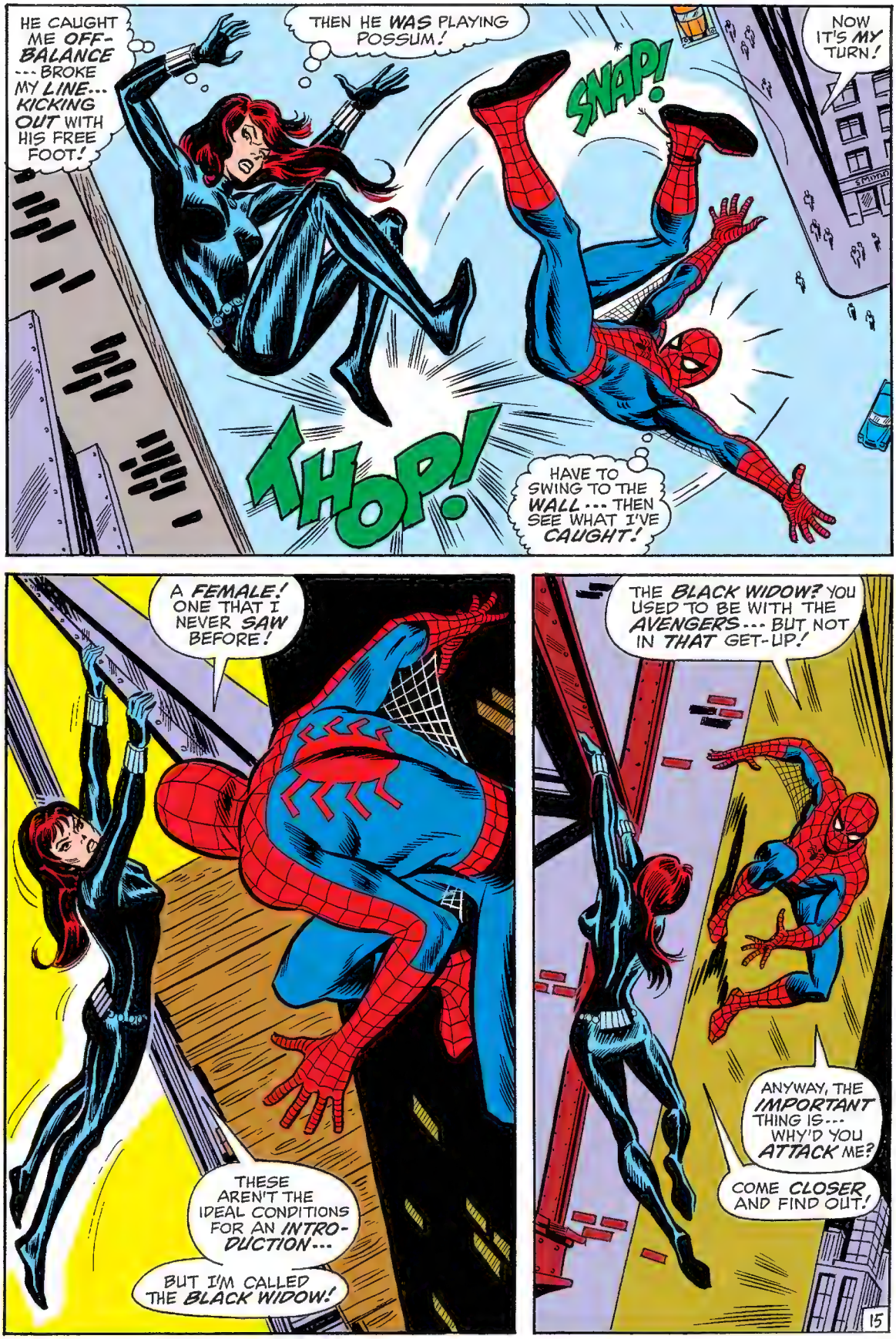

IF HIS POWERS SHOULD PROVE TO BE GREATER THAN MINE!
I'VE GOT TO LEARN HOW... AND WHY!
WHATEVER HIS SECRET MAY BE, I'VE GOT TO FIND IT...
WHAM!
...AND USE IT... FOR THE BENEFIT OF... THE NEW BLACK WIDOW!
AND SO, MY FIRST TASK MUST BE... TO FIND SPIDER-MAN!
AND THEN, WHEN I DO...
I MUST PROVE MYSELF HIS EQUAL...
...OR LEARN THE REASON WHY!
LATER, AT THE OFFICE OF THE DAILY BUGLE...
SPIDER-MAN, SWINGING PAST... NO!
IT ISN'T THE WALL-CRAWLER! IT'S A GIRL... COPPING HIS ACT!

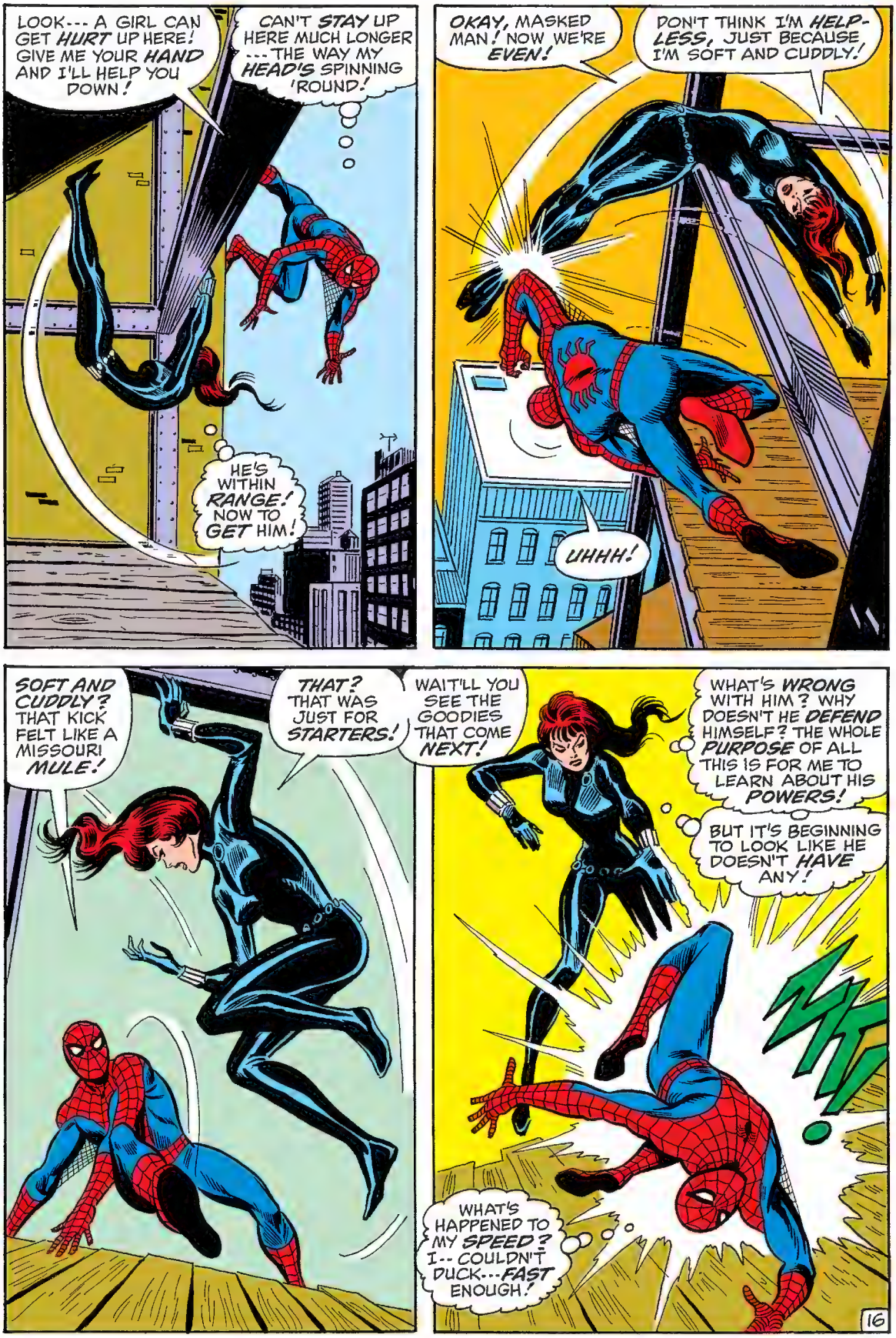

THAT'S ALL THIS BLASTED TOWN NEEDS!
ANOTHER CRUMMY WEB-SWINGER--- AND A FEMALE, TO BOOT!
SPIDER-MAN PROBABLY PUT HER UP TO IT---
TO CONFUSE EVERY-BODY!
I'D ALMOST FORGOT-TEN HOW GLORIOUS IT FEELS---
--TO SWING THRU THE AIR--- FREE AS A BIRD!
NOW, ALL I NEED DO IS WAIT--- WAIT FOR MY PREY!
AND, SPEAKING OF THE YOUTH WHO SEEMS TO BE ON EVERYBODY'S MIND TODAY---
IT'S NO USE! THE MORE I TRY TO STUDY, THE GROGGIER I GET!
I DON'T KNOW WHAT'S WRONG WITH ME--- BUT WHATEVER IT IS--- IT'S GETTING WORSE!
I ALWAYS WONDERED ---IF MY SPIDER POWER WOULD SOME DAY FADE AWAY
AFTER ALL--- THERE'S NO REASON TO THINK IT WILL LAST FOR-EVER!
BUT IT WON'T HELP TO SIT AROUND FEELING SORRY FOR MY-SELF!
IF ANYTHING'S WRONG--- I WANNA KNOW IT!
AND THIS IS AS GOOD A WAY AS ANY ---TO FIND OUT!

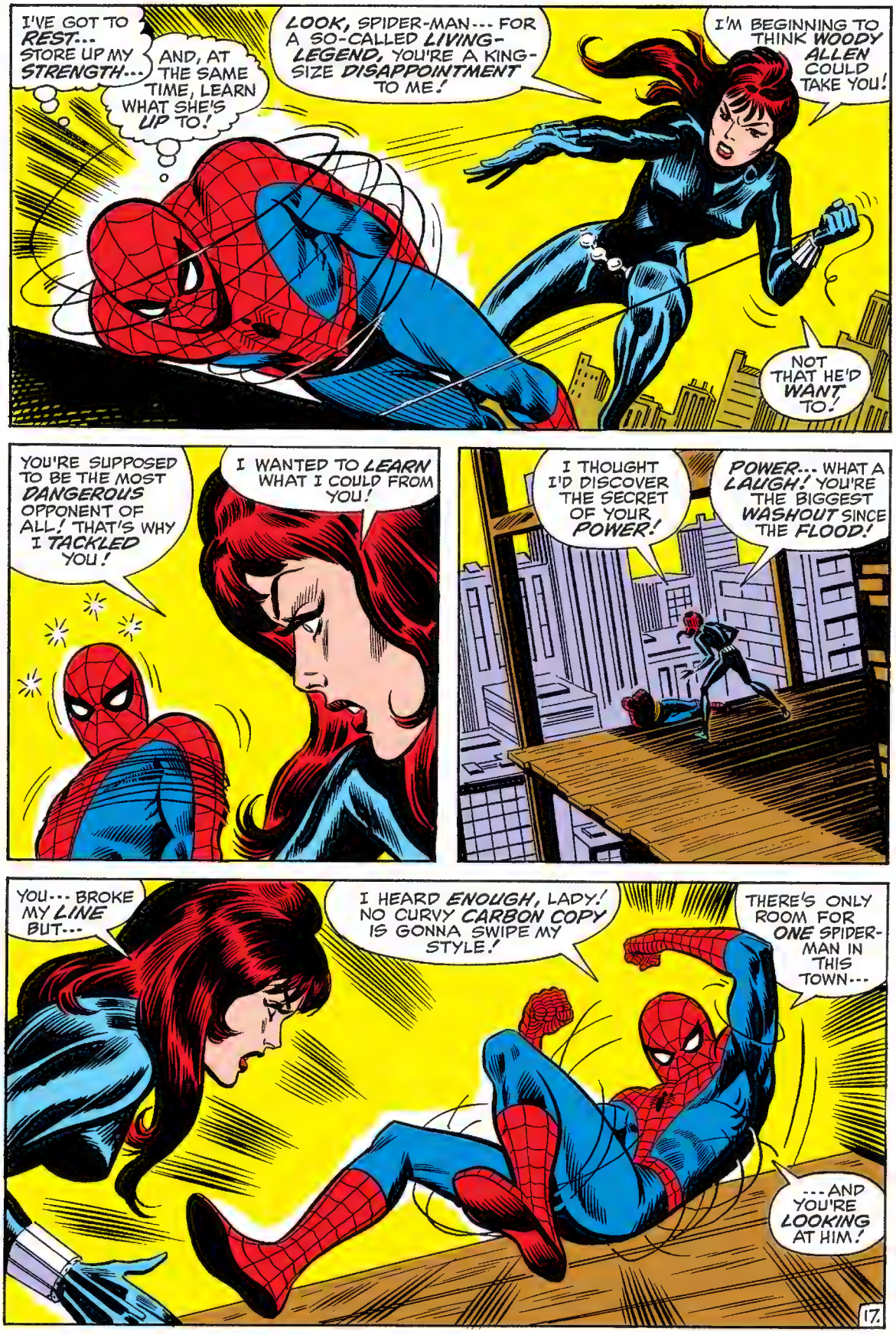

IF IT ISN'T ANYTHING SERIOUS...
...THEN A GOOD WORKOUT OUGHT TO CLEAR MY HEAD!
BUT, IF IT IS A CASE OF LOSING MY POWERS...
I WON'T BE ABLE TO KEEP THIS UP... MUCH LONGER!
UNHH! HERE COMES... THAT DIZZINESS AGAIN! I'M... BEGINNING TO FALL!
THWIPP!
BETTER PLAY SAFE... AND USE MY WEBBING... FOR SUPPORT!
NUTS! OF ALL THE PLACES FOR THIS TO HAPPEN...
I'M RIGHT OUTSIDE OF JAMESON'S OFFICE!
SOMEONE'S AT MY WINDOW!
DON'T GO BANANAS, BIRD-BRAIN! IT'S ONLY ME!
YOU CREEP! I DON'T KNOW WHAT YOU'RE UP TO, BUT IF YOU TRY ANY FUNNY STUFF AROUND HERE..
NOT A CHANCE, CHUCKLES! I'M TOO SCARED YOU'LL POP ME WITH A PAPER CLIP!
JUST WAIT TILL THE COPS GET YOU!
AW, GO JOIN THE SILENT MAJORITY!
...ANYTHING TO SHUT YOU UP!
11.

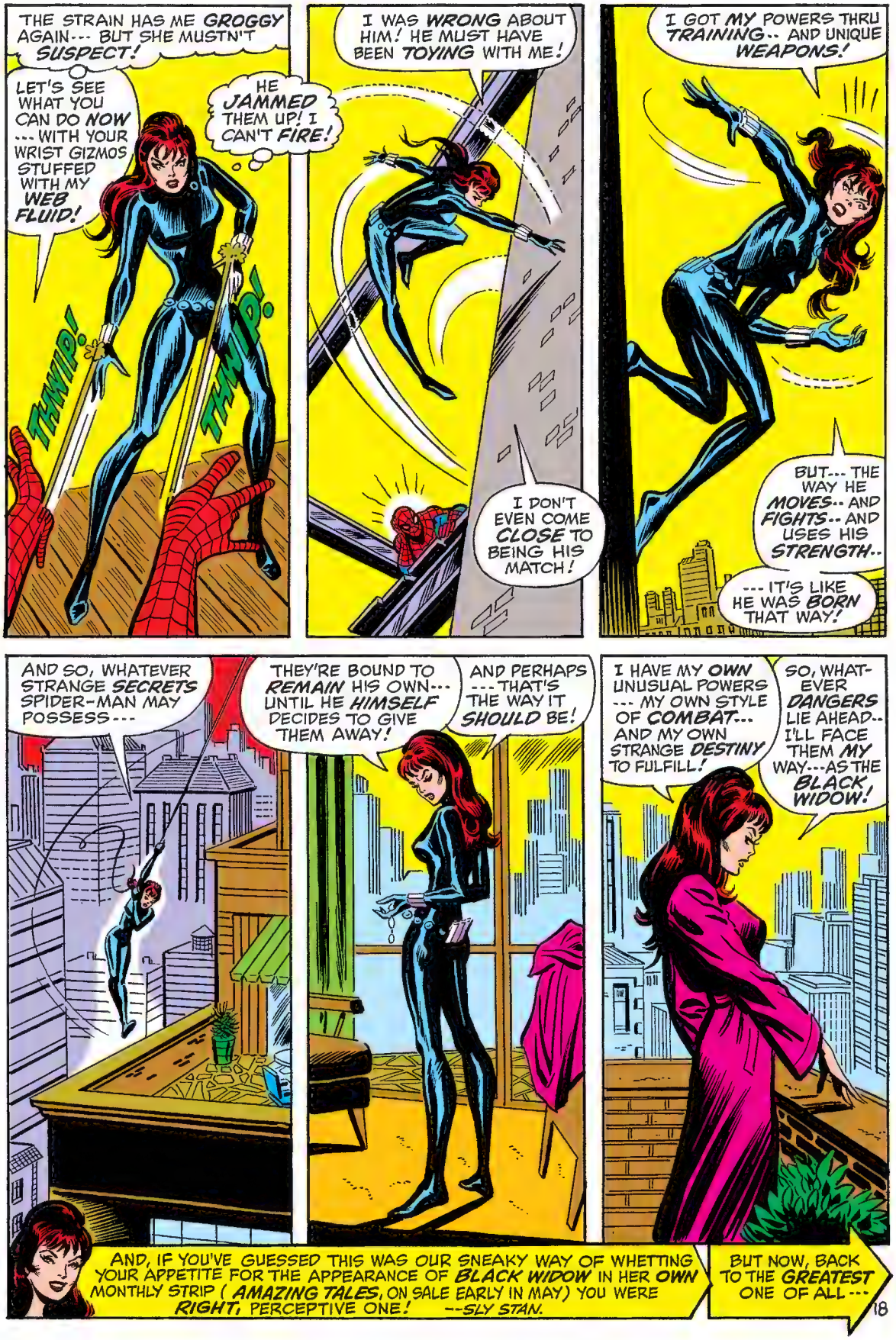

PERHAPS I OUGHT TO SWING PAST AUNT MAY'S!
IF I LOOK IN ON HER, IT MAY STOP ME FROM THINKING ABOUT MYSELF SO MUCH!
AND, AS SPIDER-MAN SILENTLY GLIDES TOWARDS THE MODEST LITTLE FRAME HOUSE IN FOREST HILLS---
I'M SURE THAT THIS HOT MILK AND COOKIES WILL HELP YOU TO SLEEP, MAY DEAR!
I DON'T KNOW WHAT CAN BE KEEPING ME AWAKE TO-NIGHT, ANNA---
UNLESS IT'S THE FACT THAT I HAVEN'T HEARD FROM PETER LATELY!
I KNOW I SHOULDN'T WORRY, BUT---
SHE'S SURE TO BE ASLEEP AT THIS HOUR, BUT I'LL ASK ANNA WATSON IF--- OH NO! IT'S HER! SHE SEES ME!
ANNA!
YES, MAY?
AT THE WINDOW! THERE'S--- A FACE!
12
NOW, NOW DEAR! YOU MUSTN'T LET YOUR IMAGINATION RUN AWAY WITH YOU! YOU'RE ALL KEYED-UP! THAT'S WHY YOU CAN'T SLEEP!
I-- I SUPPOSE YOU'RE RIGHT, ANNA!
THE FACE--- ISN'T THERE ANY MORE!
BUT, IT SEEMED--- SO LIFE-LIKE!
WELL, I ALMOST DID IT AGAIN!
THANKS TO MY OWN CARELESSNESS, I ALMOST FRIGHTENED THE POOR OLD LADY OUT OF HER WITS!
I'D BETTER HEAD BACK--- BEFORE SOMETHING ELSE GOES WRONG!
BUT... AT THAT CRUCIAL MOMENT---
I'VE FOUND HIM--- AT LAST!
MY SPIDER SENSE! WHY IS IT TINGLING?
13

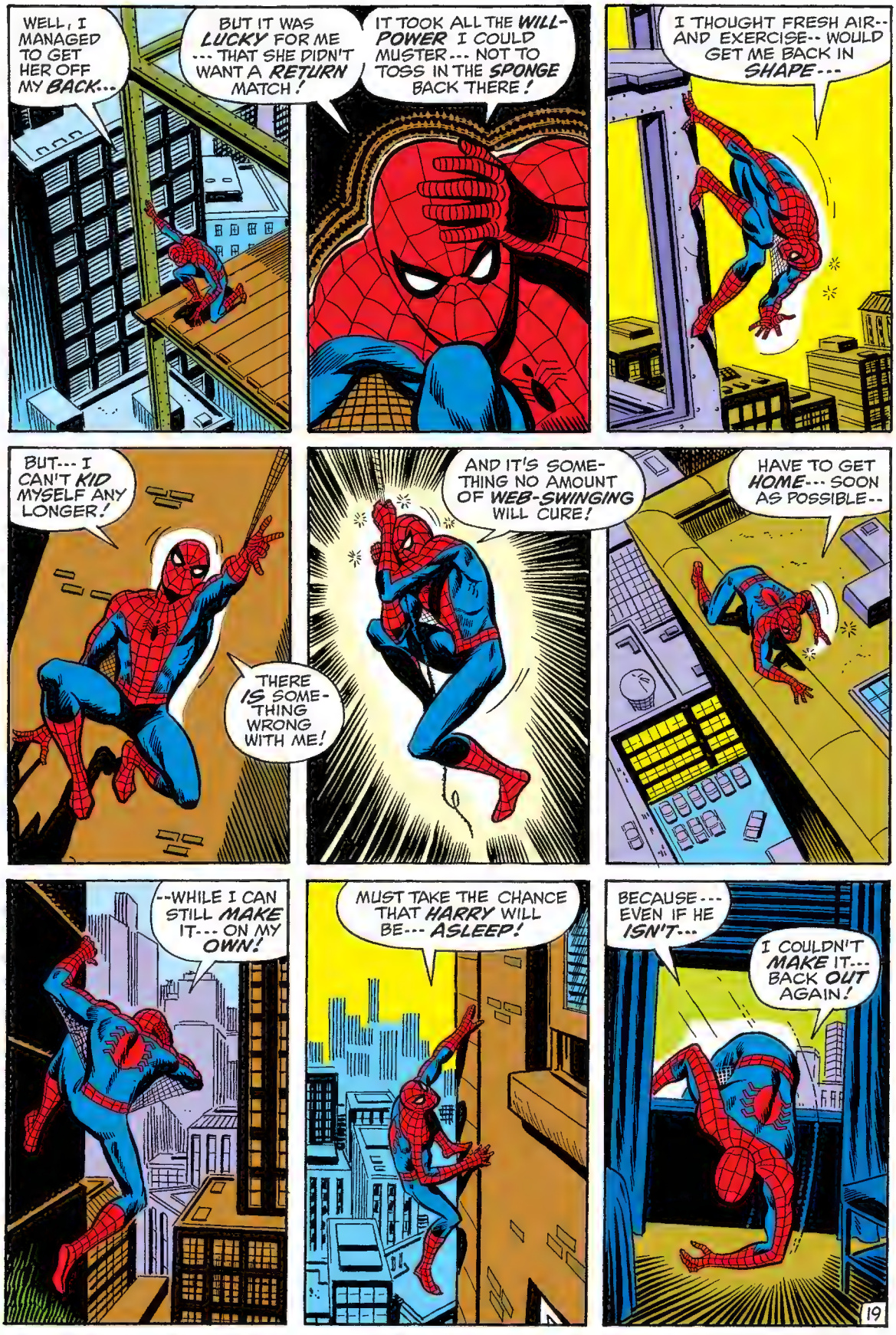
I'LL ANNOUNCE MYSELF... WITH MY WIDOW'S BITE!
ZAK!
HE'S FALLING! BUT-- I DIDN'T STRIKE HIM THAT HARD!
IS HE PLAYING POSSUM... OR WHAT?
I'LL LET MYSELF FALL... TO GET OUT OF RANGE!
...TILL I KNOW WHO'S ATTACKING ME!
CAN'T TAKE ANY CHANCES!
I'VE GOT TO CATCH HIM!
THERE! I'VE GOT HIM SAFELY TIED TO THE GIRDER!
...SO NOW I CAN SEE WHAT MAKES HIM TICK!
WHOEVER IT IS... IS COMING CLOSER! I CAN SENSE IT!
14

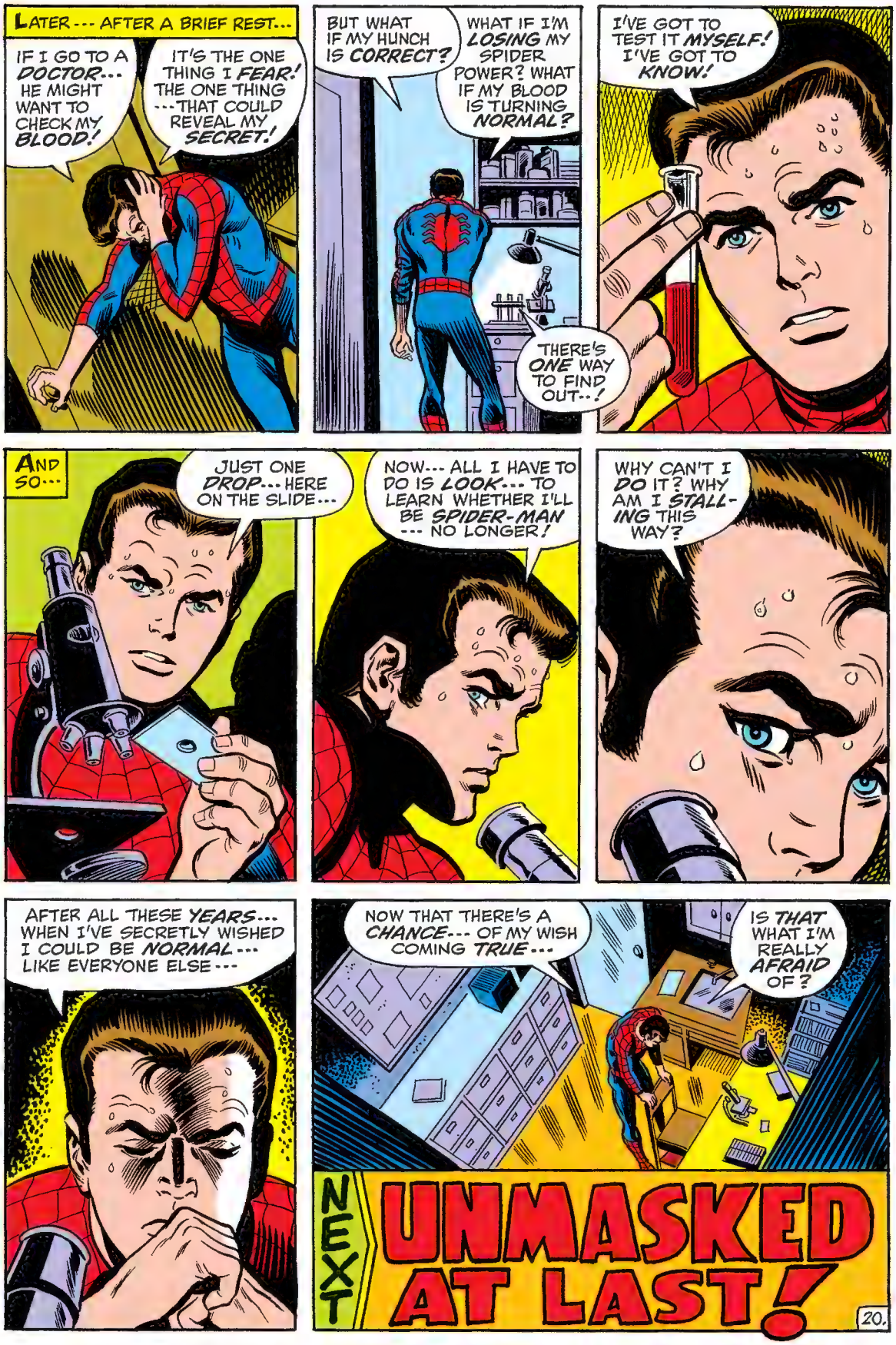

HE CAUGHT ME OFF-BALANCE --- BROKE MY LINE... KICKING OUT WITH HIS FREE FOOT!
THEN HE WAS PLAYING POSSUM!
SNAP!
NOW IT'S MY TURN!
THOP!
HAVE TO SWING TO THE WALL --- THEN SEE WHAT I'VE CAUGHT!
A FEMALE! ONE THAT I NEVER SAW BEFORE!
THESE AREN'T THE IDEAL CONDITIONS FOR AN INTRO-DUCTION---
BUT I'M CALLED THE BLACK WIDOW!
THE BLACK WIDOW? YOU USED TO BE WITH THE AVENGERS --- BUT NOT IN THAT GET-UP!
ANYWAY, THE IMPORTANT THING IS--- WHY'D YOU ATTACK ME?
COME CLOSER AND FIND OUT!


LOOK--- A GIRL CAN GET HURT UP HERE! GIVE ME YOUR HAND AND I'LL HELP YOU DOWN!
CAN'T STAY UP HERE MUCH LONGER --- THE WAY MY HEAD'S SPINNING 'ROUND!
HE'S WITHIN RANGE! NOW TO GET HIM!
OKAY, MASKED MAN! NOW WE'RE EVEN!
DON'T THINK I'M HELPLESS, JUST BECAUSE, I'M SOFT AND CUDDLY!
UHHH!
SOFT AND CUDDLY? THAT KICK FELT LIKE A MISSOURI MULE!
THAT? THAT WAS JUST FOR STARTERS!
WAIT'LL YOU SEE THE GOODIES THAT COME NEXT!
WHAT'S WRONG WITH HIM? WHY DOESN'T HE DEFEND HIMSELF? THE WHOLE PURPOSE OF ALL THIS IS FOR ME TO LEARN ABOUT HIS POWERS!
BUT IT'S BEGINNING TO LOOK LIKE HE DOESN'T HAVE ANY!
WHAT'S HAPPENED TO MY SPEED? I-- COULDN'T DUCK---FAST ENOUGH!
16


I'VE GOT TO REST... STORE UP MY STRENGTH...
AND, AT THE SAME TIME, LEARN WHAT SHE'S UP TO!
LOOK, SPIDER-MAN--- FOR A SO-CALLED LIVING-LEGEND, YOU'RE A KING-SIZE DISAPPOINTMENT TO ME!
I'M BEGINNING TO THINK WOODY ALLEN COULD TAKE YOU!
NOT THAT HE'D WANT TO!
YOU'RE SUPPOSED TO BE THE MOST DANGEROUS OPPONENT OF ALL! THAT'S WHY I TACKLED YOU!
I WANTED TO LEARN WHAT I COULD FROM YOU!
I THOUGHT I'D DISCOVER THE SECRET OF YOUR POWER!
POWER--- WHAT A LAUGH! YOU'RE THE BIGGEST WASHOUT SINCE THE FLOOD!
YOU--- BROKE MY LINE BUT---
I HEARD ENOUGH, LADY! NO CURVY CARBON COPY IS GONNA SWIPE MY STYLE!
THERE'S ONLY ROOM FOR ONE SPIDER-MAN IN THIS TOWN---
---AND YOU'RE LOOKING AT HIM!


THE STRAIN HAS ME GROGGY AGAIN--- BUT SHE MUSTN'T SUSPECT!
LET'S SEE WHAT YOU CAN DO NOW --- WITH YOUR WRIST GIZMOS STUFFED WITH MY WEB FLUID!
HE JAMMED THEM UP! I CAN'T FIRE!
THWIP!
THWIP!
I WAS WRONG ABOUT HIM! HE MUST HAVE BEEN TOYING WITH ME!
I DON'T EVEN COME CLOSE TO BEING HIS MATCH!
I GOT MY POWERS THRU TRAINING.. AND UNIQUE WEAPONS!
BUT--- THE WAY HE MOVES.. AND FIGHTS.. AND USES HIS STRENGTH..
--- IT'S LIKE HE WAS BORN THAT WAY!
AND SO, WHATEVER STRANGE SECRETS SPIDER-MAN MAY POSSESS---
THEY'RE BOUND TO REMAIN HIS OWN--- UNTIL HE HIMSELF DECIDES TO GIVE THEM AWAY!
AND PERHAPS ---THAT'S THE WAY IT SHOULD BE!
I HAVE MY OWN UNUSUAL POWERS --- MY OWN STYLE OF COMBAT--- AND MY OWN STRANGE DESTINY TO FULFILL!
SO, WHATEVER DANGERS LIE AHEAD-- I'LL FACE THEM MY WAY---AS THE BLACK WIDOW!
AND, IF YOU'VE GUESSED THIS WAS OUR SNEAKY WAY OF WHETTING YOUR APPETITE FOR THE APPEARANCE OF BLACK WIDOW IN HER OWN MONTHLY STRIP (AMAZING TALES, ON SALE EARLY IN MAY) YOU WERE RIGHT, PERCEPTIVE ONE! --SLY STAN.
BUT NOW, BACK TO THE GREATEST ONE OF ALL---


WELL, I MANAGED TO GET HER OFF MY BACK...
BUT IT WAS LUCKY FOR ME --- THAT SHE DIDN'T WANT A RETURN MATCH!
IT TOOK ALL THE WILL-POWER I COULD MUSTER --- NOT TO TOSS IN THE SPONGE BACK THERE!
I THOUGHT FRESH AIR-- AND EXERCISE-- WOULD GET ME BACK IN SHAPE---
BUT--- I CAN'T KID MYSELF ANY LONGER!
THERE IS SOME-THING WRONG WITH ME!
AND IT'S SOME-THING NO AMOUNT OF WEB-SWINGING WILL CURE!
HAVE TO GET HOME--- SOON AS POSSIBLE--
--WHILE I CAN STILL MAKE IT--- ON MY OWN!
MUST TAKE THE CHANCE THAT HARRY WILL BE--- ASLEEP!
BECAUSE--- EVEN IF HE ISN'T...
I COULDN'T MAKE IT--- BACK OUT AGAIN!


LATER --- AFTER A BRIEF REST...
IF I GO TO A DOCTOR... HE MIGHT WANT TO CHECK MY BLOOD!
IT'S THE ONE THING I FEAR! THE ONE THING ---THAT COULD REVEAL MY SECRET!
BUT WHAT IF MY HUNCH IS CORRECT?
WHAT IF I'M LOSING MY SPIDER POWER? WHAT IF MY BLOOD IS TURNING NORMAL?
THERE'S ONE WAY TO FIND OUT--!
I'VE GOT TO TEST IT MYSELF! I'VE GOT TO KNOW!
AND SO...
JUST ONE DROP... HERE ON THE SLIDE...
NOW--- ALL I HAVE TO DO IS LOOK--- TO LEARN WHETHER I'LL BE SPIDER-MAN --- NO LONGER!
WHY CAN'T I DO IT? WHY AM I STALLING THIS WAY?
AFTER ALL THESE YEARS... WHEN I'VE SECRETLY WISHED I COULD BE NORMAL--- LIKE EVERYONE ELSE---
NOW THAT THERE'S A CHANCE--- OF MY WISH COMING TRUE---
IS THAT WHAT I'M REALLY AFRAID OF?
NEXT
UNMASKED AT LAST!
20.

SPIDER-MAN
15¢
87
AUG
the AMAZING SPIDER-MAN
APPROVED BY THE COMICS CODE AUTHORITY
I--HAD TO TELL YOU! CAN'T KEEP IT A SECRET ANYMORE!
SPIDER-MAN'S CAREER IS OVER!
--I'M THE ONLY ONE WHO COULD KNOW THAT! BECAUSE--- I AM SPIDER-MAN!
MARVEL COMICS GROUP
IF YOU ONLY READ ONE MAG THIS MONTH---
IT MUST BE THIS ONE!
ROMITA
UNMASKED AT LAST!

THE AMAZING SPIDER-MAN!™
UNMASKED AT LAST!
AS WE SAW LAST ISSUE, SPIDER-MAN HAS BEEN SLOWLY GROWING WEAKER! FINALLY, A DESPERATE PETER PARKER PUTS A DROP OF HIS OWN BLOOD UNDER A MICRO-SCOPE, TO SEE IF IT CAN BE FINALLY LOSING ITS AMAZING RADIO-ACTIVE POWER...
IF THE SLIDE SHOWS A LOSS OF RADIATION IN MY BLOOD...
--IT MEANS THE TIME HAS COME! I'LL BE SPIDER-MAN NO LONGER!
WRITTEN BY: STAN LEE
ILLUSTRATED BY: JOHN ROMITA and JIM MOONEY
LETTERED BY: SAM ROSEN
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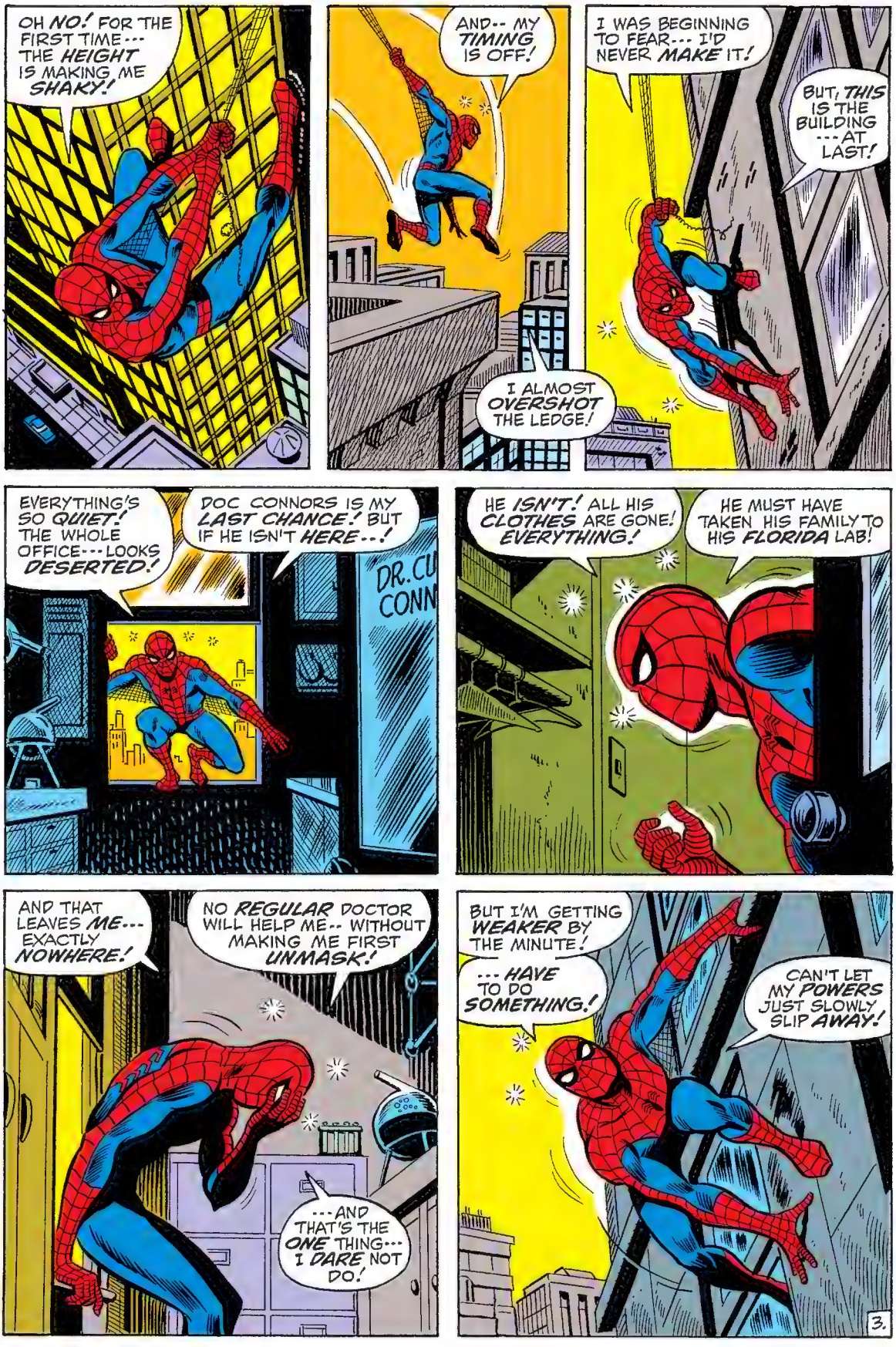
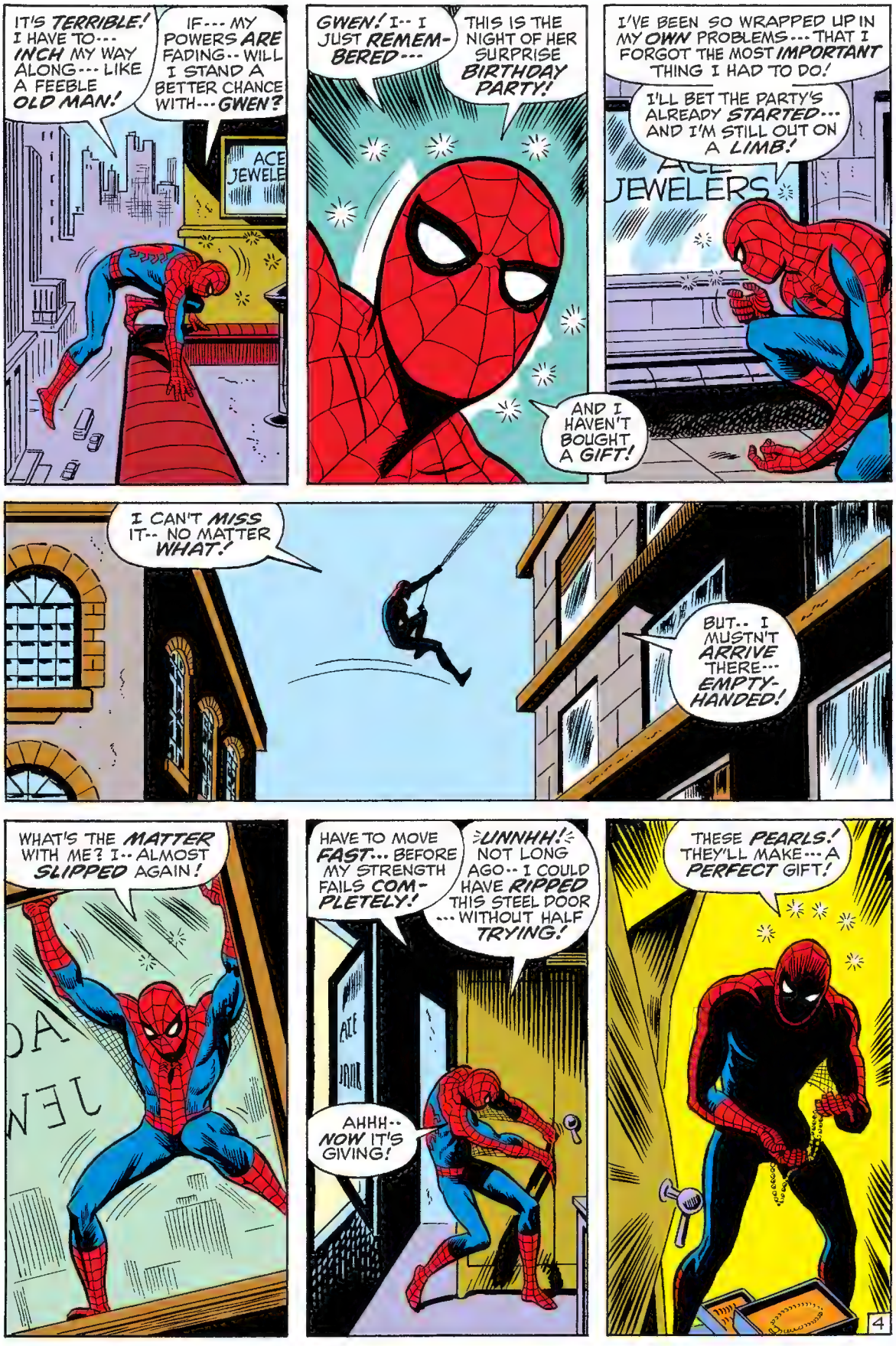
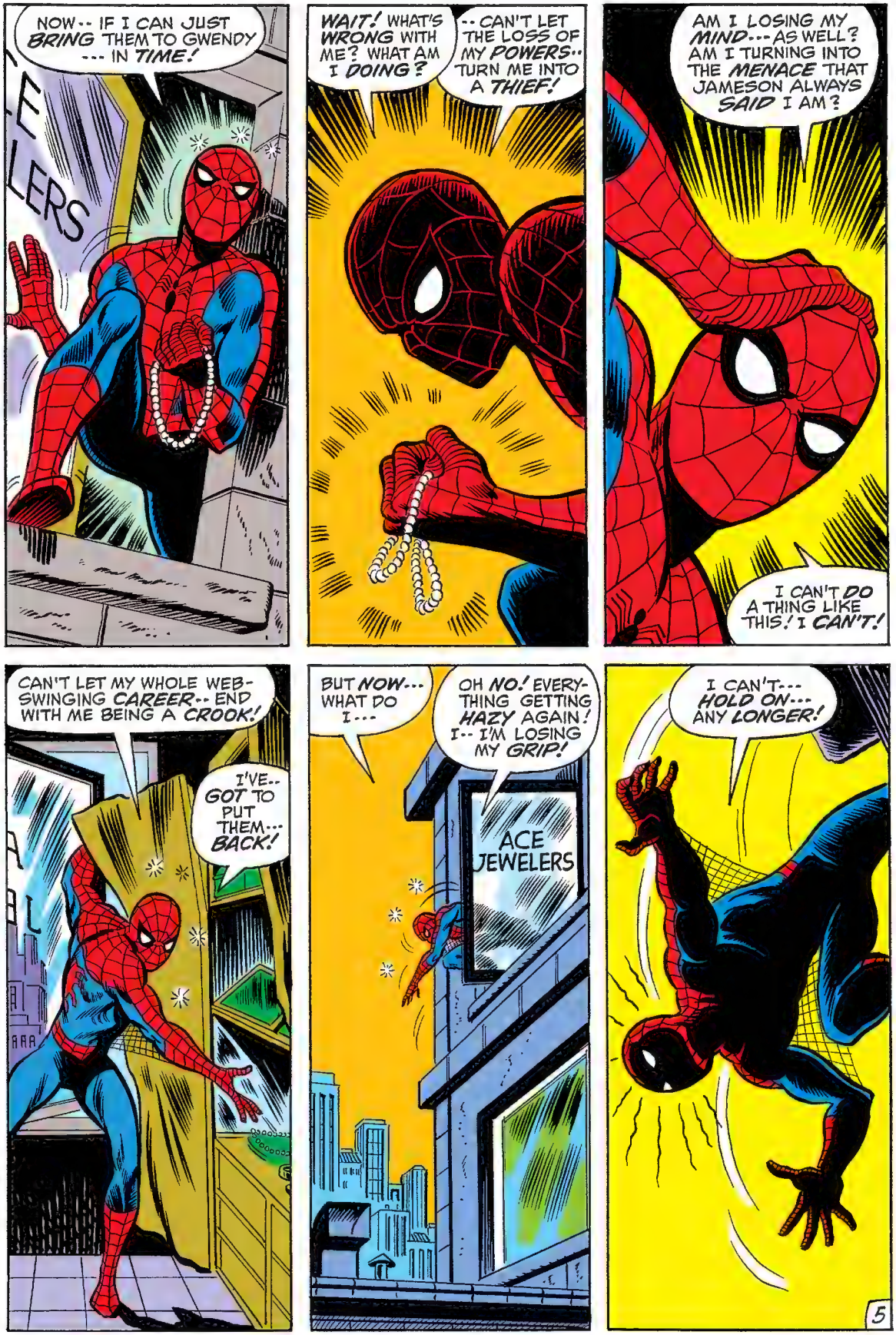
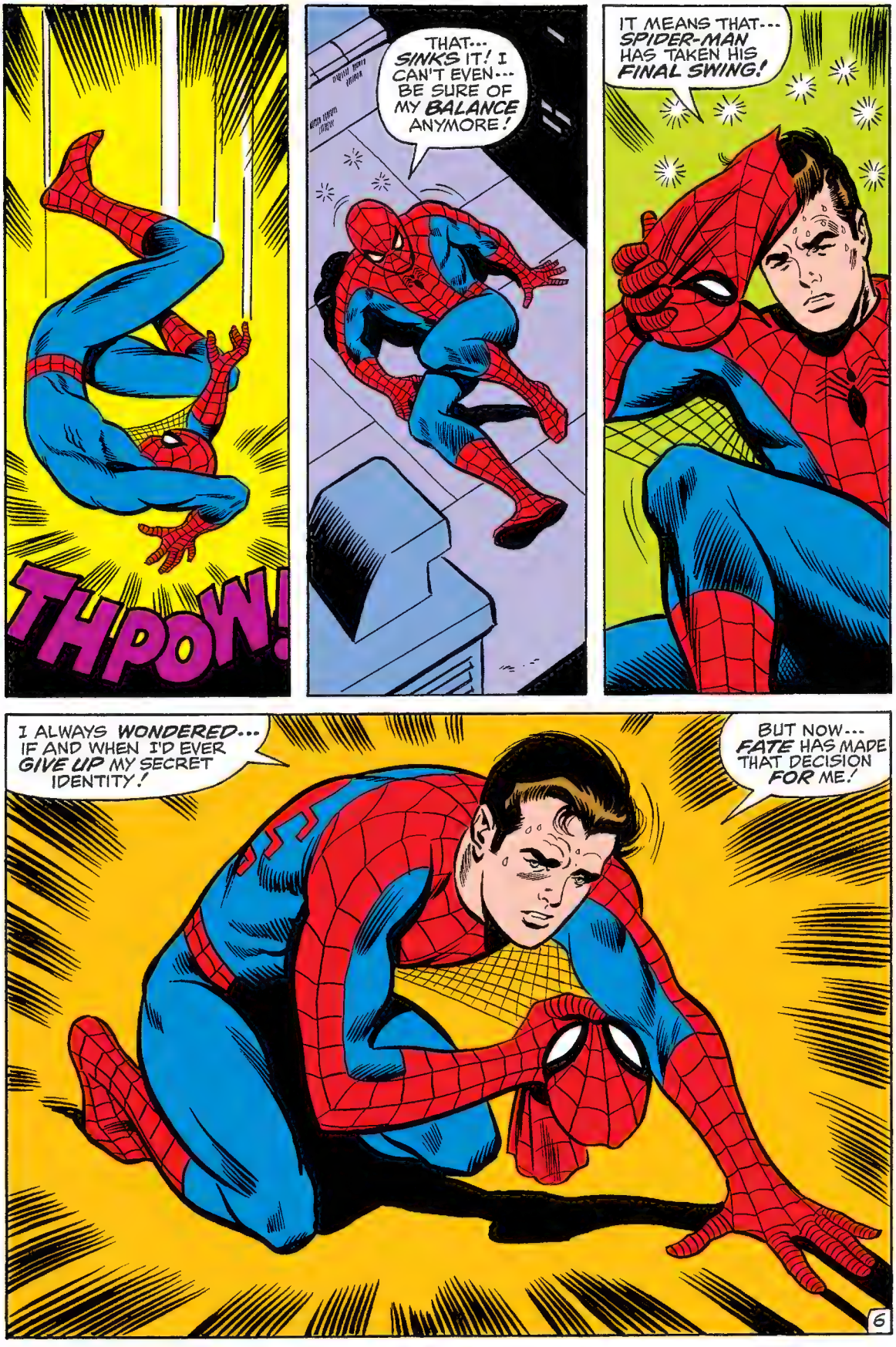
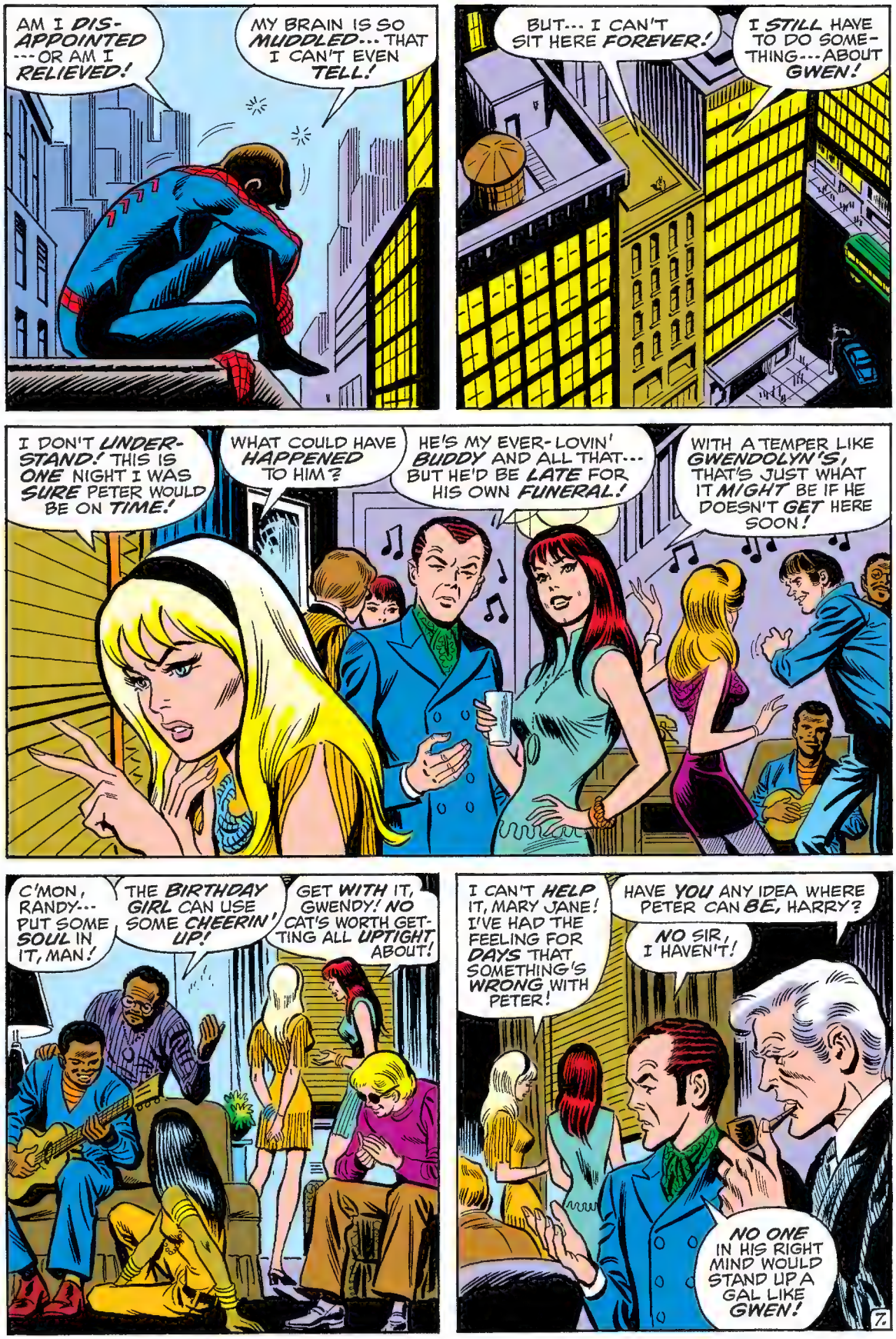
WHAT'S THE MATTER WITH THE MICRO-SCOPE!
I CAN'T SEEM TO GET IT INTO FOCUS!
EVERYTHING IS BLURRED AND FUZZY...
NO! IT-- IT ISN'T THE MICRO-SCOPE---
-- IT'S ME! IT'S MY EYES! EVERYTHING LOOKS HAZY TO ME!
BUT, I'VE GOT TO KNOW! I MUST FIND OUT WHAT'S HAPPENING TO ME!
AND YET-- WHO CAN I TURN TO? WHO CAN I TRUST--- WITHOUT GIVING AWAY MY SECRET IDENTITY?
WAIT! THERE'S ONE MAN--- DR. CURT CONNORS!
I'VE SAVED HIS LIFE MORE THAN ONCE IN THE PAST--- WHEN HE HAD TURNED INTO THE DEADLY, MURDEROUS LIZARD!*
*AS READERS OF SOME OF OUR EARLIER ISSUES ARE SURE TO REMEMBER! --- S.L.
HE'D BE WILLING TO TAKE SPIDER-MAN'S BLOOD TEST---
--- WITHOUT ASKING ME TO UNMASK!
WOW! EASY, SPIDEY! I CAN HARDLY CLING TO THE WALL!
MAYBE--- I'LL BE BETTER OFF--- SWINGING ON MY WEB!
THWIPP!
2.

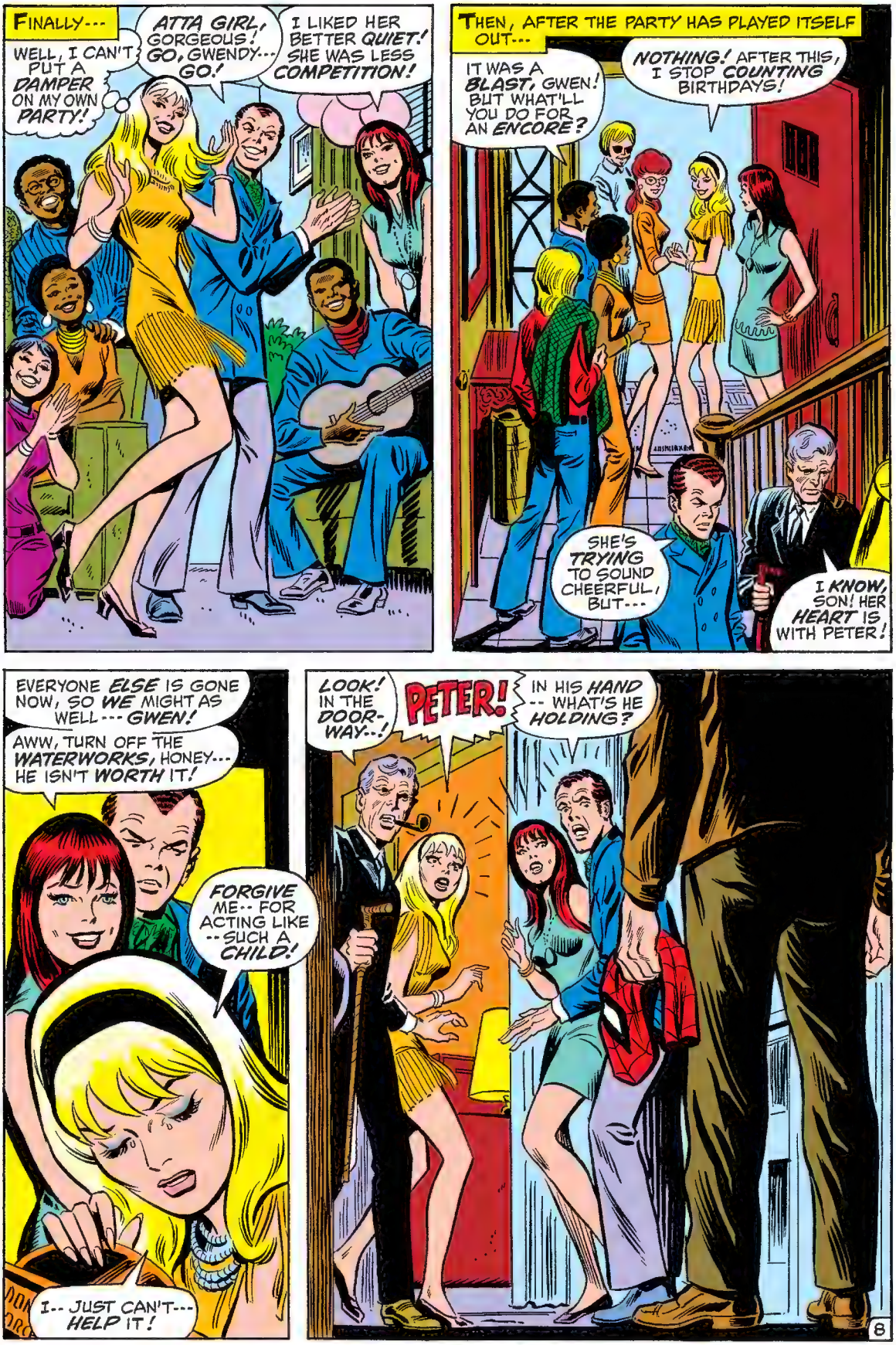

OH NO! FOR THE FIRST TIME--- THE HEIGHT IS MAKING ME SHAKY!
AND-- MY TIMING IS OFF!
I ALMOST OVERSHOT THE LEDGE!
I WAS BEGINNING TO FEAR--- I'D NEVER MAKE IT!
BUT, THIS IS THE BUILDING ---AT LAST!
EVERYTHING'S SO QUIET! THE WHOLE OFFICE---LOOKS DESERTED!
DOC CONNORS IS MY LAST CHANCE! BUT IF HE ISN'T HERE--!
DR. CU CONN
HE ISN'T! ALL HIS CLOTHES ARE GONE! EVERYTHING!
HE MUST HAVE TAKEN HIS FAMILY TO HIS FLORIDA LAB!
AND THAT LEAVES ME--- EXACTLY NOWHERE!
NO REGULAR DOCTOR WILL HELP ME-- WITHOUT MAKING ME FIRST UNMASK!
---AND THAT'S THE ONE THING--- I DARE NOT DO!
BUT I'M GETTING WEAKER BY THE MINUTE!
--- HAVE TO DO SOMETHING!
CAN'T LET MY POWERS JUST SLOWLY SLIP AWAY!
3.


IT'S TERRIBLE! I HAVE TO--- INCH MY WAY ALONG--- LIKE A FEEBLE OLD MAN!
IF--- MY POWERS ARE FADING-- WILL I STAND A BETTER CHANCE WITH--- GWEN?
ACE JEWELE
GWEN! I-- I JUST REMEMBERED---
THIS IS THE NIGHT OF HER SURPRISE BIRTHDAY PARTY!
AND I HAVEN'T BOUGHT A GIFT!
I'VE BEEN SO WRAPPED UP IN MY OWN PROBLEMS--- THAT I FORGOT THE MOST IMPORTANT THING I HAD TO DO!
I'LL BET THE PARTY'S ALREADY STARTED--- AND I'M STILL OUT ON A LIMB!
JEWELERS
I CAN'T MISS IT-- NO MATTER WHAT!
BUT.. I MUSTN'T ARRIVE THERE--- EMPTY-HANDED!
WHAT'S THE MATTER WITH ME? I-- ALMOST SLIPPED AGAIN!
HAVE TO MOVE FAST... BEFORE MY STRENGTH FAILS COMPLETELY!
UNNHH! NOT LONG AGO-- I COULD HAVE RIPPED THIS STEEL DOOR --- WITHOUT HALF TRYING!
AHHH-- NOW IT'S GIVING!
THESE PEARLS! THEY'LL MAKE--- A PERFECT GIFT!
4

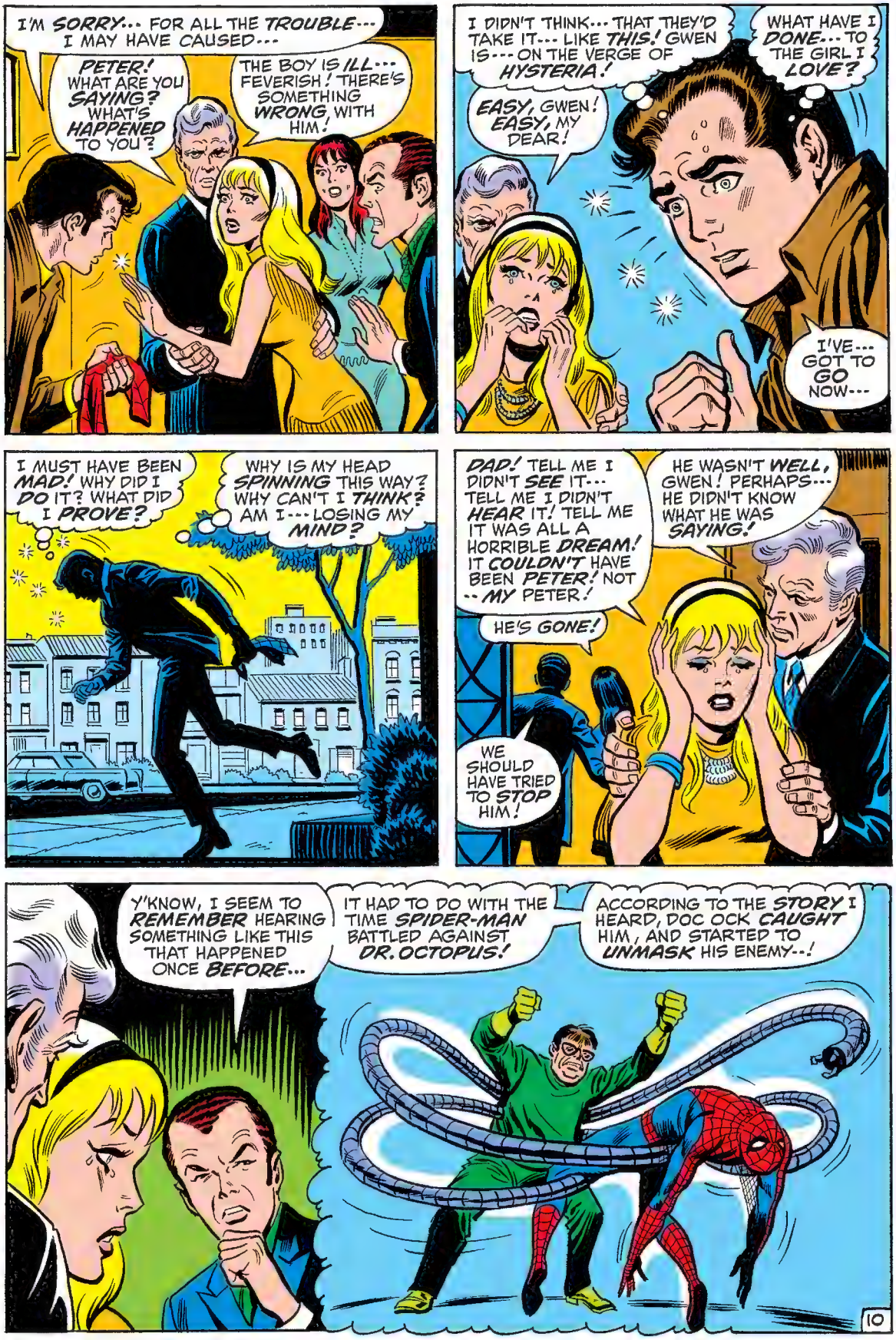

NOW-- IF I CAN JUST BRING THEM TO GWENDY --- IN TIME!
LERS
WAIT! WHAT'S WRONG WITH ME? WHAT AM I DOING?
-- CAN'T LET THE LOSS OF MY POWERS.. TURN ME INTO A THIEF!
AM I LOSING MY MIND--- AS WELL? AM I TURNING INTO THE MENACE THAT JAMESON ALWAYS SAID I AM?
I CAN'T DO A THING LIKE THIS! I CAN'T!
CAN'T LET MY WHOLE WEB-SWINGING CAREER-- END WITH ME BEING A CROOK!
I'VE-- GOT TO PUT THEM--- BACK!
BUT NOW--- WHAT DO I---
OH NO! EVERY-THING GETTING HAZY AGAIN! I-- I'M LOSING MY GRIP!
ACE JEWELERS
I CAN'T--- HOLD ON--- ANY LONGER!
5


THPOW!
THAT... SINKS IT! I CAN'T EVEN... BE SURE OF MY BALANCE ANYMORE!
IT MEANS THAT... SPIDER-MAN HAS TAKEN HIS FINAL SWING!
I ALWAYS WONDERED... IF AND WHEN I'D EVER GIVE UP MY SECRET IDENTITY!
BUT NOW... FATE HAS MADE THAT DECISION FOR ME!
6


AM I DIS-APPOINTED ---OR AM I RELIEVED!
MY BRAIN IS SO MUDDLED--- THAT I CAN'T EVEN TELL!
BUT--- I CAN'T SIT HERE FOREVER!
I STILL HAVE TO DO SOME-THING---ABOUT GWEN!
I DON'T UNDER-STAND! THIS IS ONE NIGHT I WAS SURE PETER WOULD BE ON TIME!
WHAT COULD HAVE HAPPENED TO HIM?
HE'S MY EVER-LOVIN' BUDDY AND ALL THAT--- BUT HE'D BE LATE FOR HIS OWN FUNERAL!
WITH A TEMPER LIKE GWENDOLYN'S, THAT'S JUST WHAT IT MIGHT BE IF HE DOESN'T GET HERE SOON!
C'MON, RANDY--- PUT SOME SOUL IN IT, MAN!
THE BIRTHDAY GIRL CAN USE SOME CHEERIN' UP!
GET WITH IT, GWENDY! NO CAT'S WORTH GET-TING ALL UPTIGHT ABOUT!
I CAN'T HELP IT, MARY JANE! I'VE HAD THE FEELING FOR DAYS THAT SOMETHING'S WRONG WITH PETER!
HAVE YOU ANY IDEA WHERE PETER CAN BE, HARRY?
NO SIR, I HAVEN'T!
NO ONE IN HIS RIGHT MIND WOULD STAND UP A GAL LIKE GWEN!

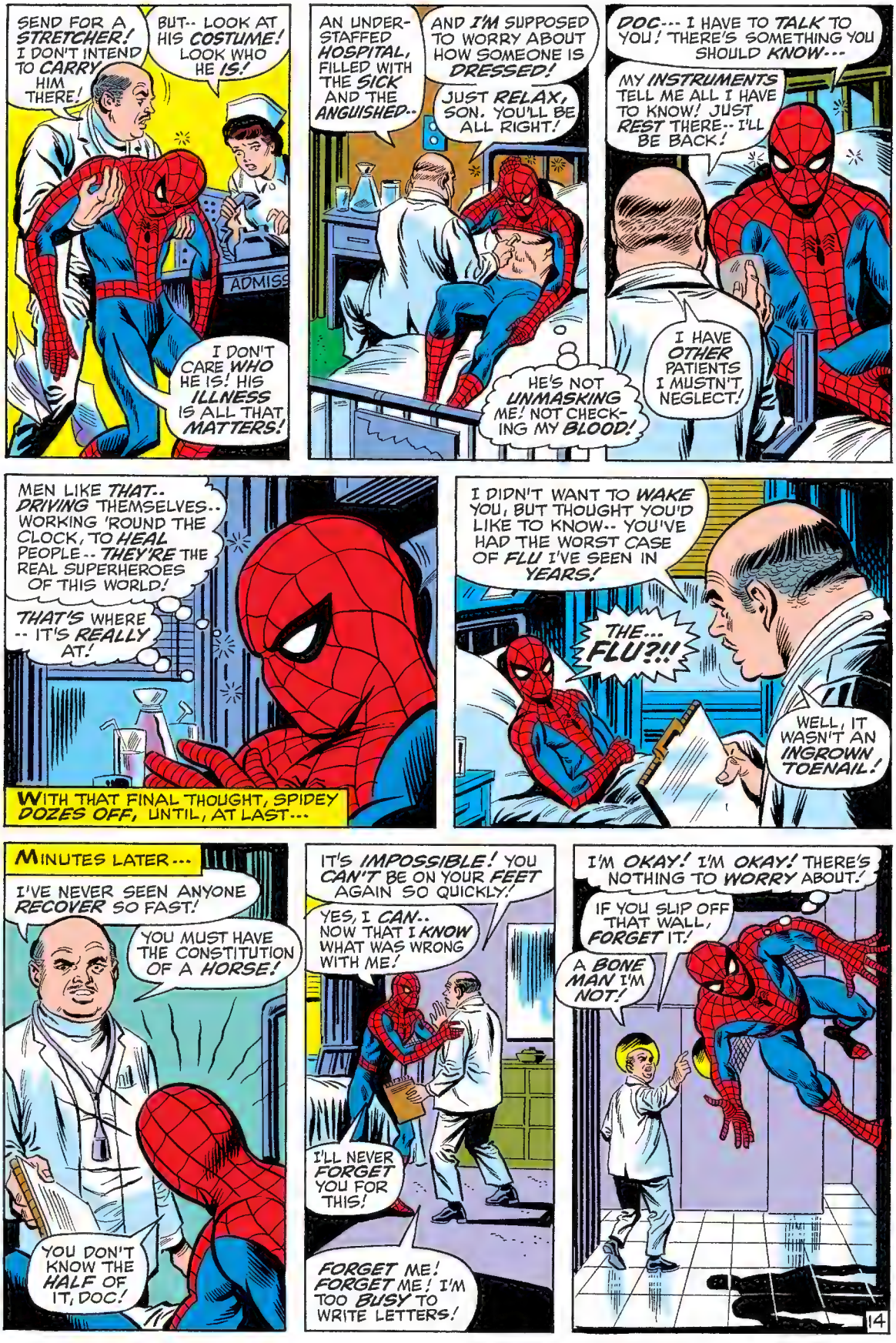

FINALLY---
WELL, I CAN'T PUT A DAMPER ON MY OWN PARTY!
ATTA GIRL, GORGEOUS! GO, GWENDY--- GO!
I LIKED HER BETTER QUIET! SHE WAS LESS COMPETITION!
THEN, AFTER THE PARTY HAS PLAYED ITSELF OUT---
IT WAS A BLAST, GWEN! BUT WHAT'LL YOU DO FOR AN ENCORE?
NOTHING! AFTER THIS, I STOP COUNTING BIRTHDAYS!
SHE'S TRYING TO SOUND CHEERFUL, BUT---
I KNOW, SON! HER HEART IS WITH PETER!
EVERYONE ELSE IS GONE NOW, SO WE MIGHT AS WELL--- GWEN!
AWW, TURN OFF THE WATERWORKS, HONEY--- HE ISN'T WORTH IT!
FORGIVE ME-- FOR ACTING LIKE --SUCH A CHILD!
I-- JUST CAN'T--- HELP IT!
LOOK! IN THE DOOR-WAY--!
PETER!
IN HIS HAND -- WHAT'S HE HOLDING?
8

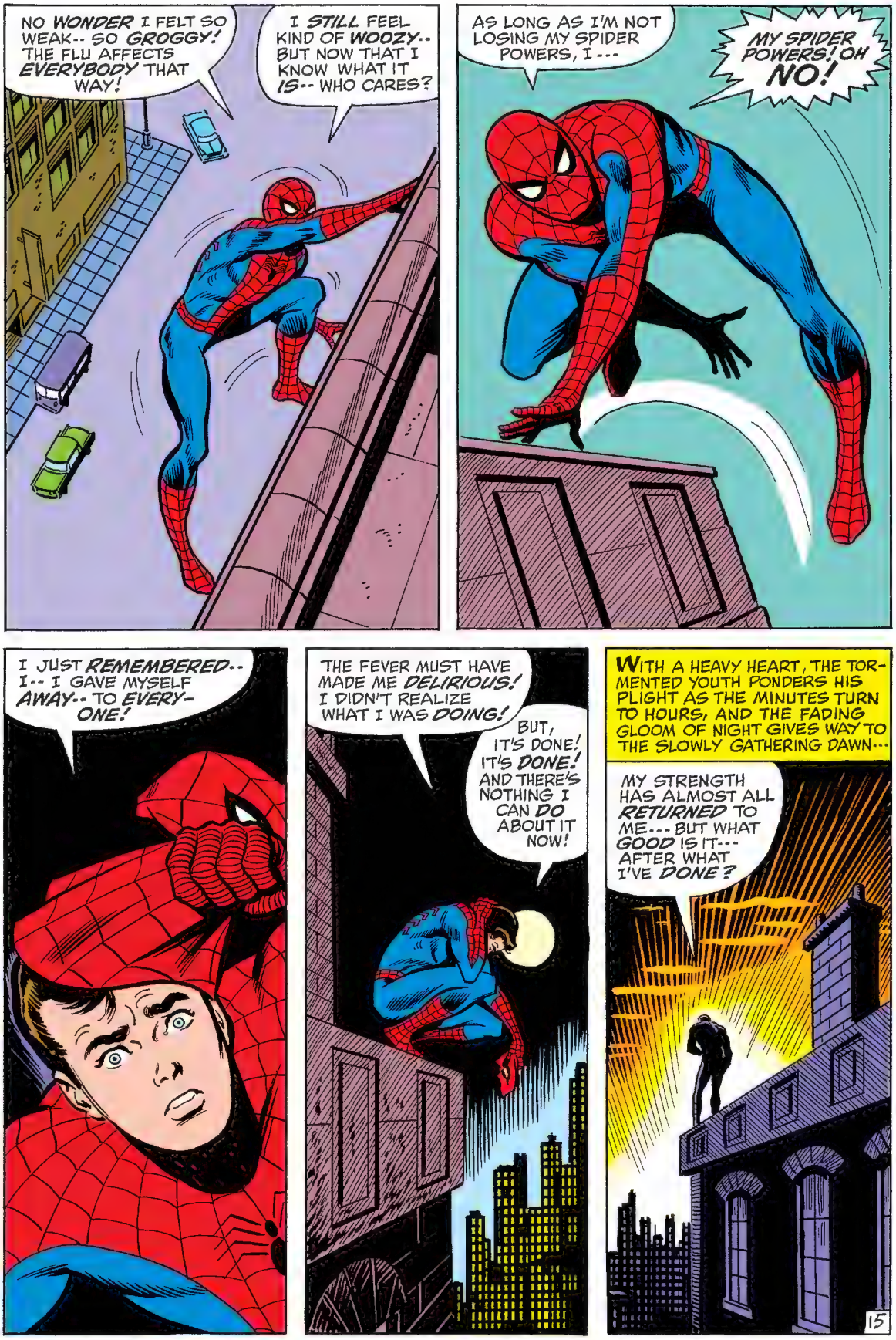
I-- HAD TO TELL YOU--- CAN'T KEEP IT A SECRET ANYMORE---
SPIDER-MAN IS FINISHED! HIS CAREER IS ENDED --FOREVER!
I'M-- THE ONLY ONE--- WHO COULD KNOW THAT! BECAUSE--- I'M SPIDER-MAN!


I'M SORRY... FOR ALL THE TROUBLE... I MAY HAVE CAUSED...
PETER! WHAT ARE YOU SAYING? WHAT'S HAPPENED TO YOU?
THE BOY IS ILL... FEVERISH! THERE'S SOMETHING WRONG WITH HIM!
I DIDN'T THINK... THAT THEY'D TAKE IT... LIKE THIS! GWEN IS... ON THE VERGE OF HYSTERIA!
WHAT HAVE I DONE... TO THE GIRL I LOVE?
EASY, GWEN! EASY, MY DEAR!
I'VE... GOT TO GO NOW...
I MUST HAVE BEEN MAD! WHY DID I DO IT? WHAT DID I PROVE?
WHY IS MY HEAD SPINNING THIS WAY? WHY CAN'T I THINK? AM I... LOSING MY MIND?
DAD! TELL ME I DIDN'T SEE IT... TELL ME I DIDN'T HEAR IT! TELL ME IT WAS ALL A HORRIBLE DREAM! IT COULDN'T HAVE BEEN PETER! NOT -- MY PETER!
HE WASN'T WELL, GWEN! PERHAPS... HE DIDN'T KNOW WHAT HE WAS SAYING!
HE'S GONE!
WE SHOULD HAVE TRIED TO STOP HIM!
Y'KNOW, I SEEM TO REMEMBER HEARING SOMETHING LIKE THIS THAT HAPPENED ONCE BEFORE...
IT HAD TO DO WITH THE TIME SPIDER-MAN BATTLED AGAINST DR. OCTOPUS!
ACCORDING TO THE STORY I HEARD, DOC OCK CAUGHT HIM, AND STARTED TO UNMASK HIS ENEMY--!
10

"...AND WHEN THE MASK WAS TORN AWAY--- THE FACE BENEATH WAS--- PETER PARKER'S!"*
PARKER! B-BUT HOW?
*IT HAPPENED IN ISH #12! IF YOU DON'T BELIEVE US, ASK AUNT MAY! --- STAN
"BUT OCK SOON REALIZED PETE WAS JUST A NERVY IMPOSTOR, AND---"
GET THAT BRAT OUT OF HERE!
I WANT THE REAL SPIDER-MAN!
THOK!
"PETE GOT A GOOD BAWLING OUT FOR IMPERSONATING THE WEB-SLINGER IN ORDER TO GET SOME GOOD NEWS PIX OF DOC OCK, AND THAT WAS THE END OF IT!"
FOOL KID! DON'T EVER TRY ANYTHING LIKE THAT AGAIN, HEAR?
BUT NOW, WHAT THE HECK WOULD MAKE HIM TRY IT A SECOND TIME?
WHAT IF-- IT WASN'T AN ACT THAT FIRST TIME? WHAT IF--- HE REALLY IS SPIDER-MAN?
BUT WHY HIS SUDDEN CONFESSION?
WOW, GWENDY--- YOU SURE CAN PICK 'EM!
HE'S EITHER A MASKED MENACE-- OR A PSYCHO CASE! TAKE YOUR PICK!
SHUT UP! NO MATTER WHAT HE IS-- WHAT HE'S DONE-- DON'T YOU DARE TALK ABOUT HIM LIKE THAT!
OKAY, TIGRESS! HE'S ALL YOURS!

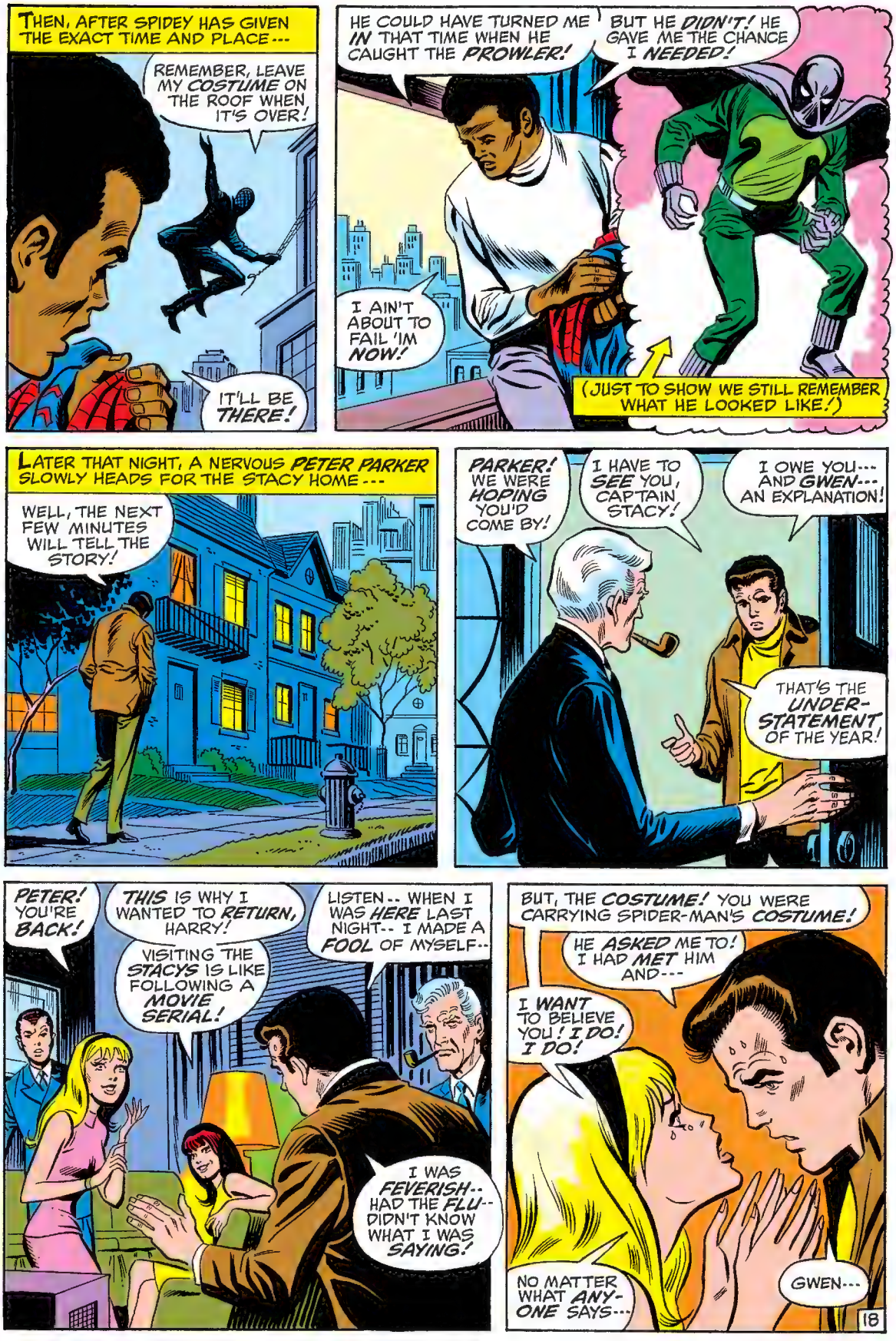
MEANWHILE -- A FEW BLOCKS AWAY---
IT'S NO USE! I CAN'T KEEP STAGGERING AROUND THIS WAY!
I-- I'VE GOT TO FIND OUT--- WHAT'S WRONG WITH ME! I'VE-- GOT TO KNOW!
IT MAY BE--- SOMETHING EVEN MORE SERIOUS--- THAN JUST LOSING MY SPIDER POWERS!
MAYBE-- THE RADIO-ACTIVITY IN MY BLOOD-- HAS FATALLY AFFECTED ME!
MAYBE I'M --ACTUALLY-- DYING!
CAN'T-- PUT IT OFF-- ANY LONGER! HAVE TO GET MEDICAL HELP!
I MIGHT AS WELL GO AS-- SPIDER-MAN! IT JUST DOESN'T MATTER ANYMORE!
12
IF I WEAR MY COSTUME --- THERE'S A BETTER CHANCE THAT THEY'LL BELIEVE ME-- WHEN I TELL OF MY SYMPTOMS!
QUIET SPITAL ZONE
NO ORDINARY MAN WOULD HAVE--- RADIOACTIVE BLOOD!
I'LL HEAD FOR THE NEAREST CLINIC---
SPIDER-MAN!! THIS IS A HOSPITAL! YOU CAN'T CAUSE ANY TROUBLE HERE! YOU-- YOU MUSTN'T!
DO I LOOK-- LIKE A GUY-- WHO'S OUT TO CAUSE TROUBLE?
NO! YOU LOOK ILL-- YOU-- DOCTOR! DOCTOR PHILLIPS! I THINK YOU'RE NEEDED HERE!
THAT MAN SHOULDN'T BE ROAMING THE HALL IN HIS CONDITION! HE MAY HAVE SOMETHING CONTAGIOUS!
DON'T JUST STAND THERE, WOMAN! ASSIGN HIM TO AN EMPTY BED!
13

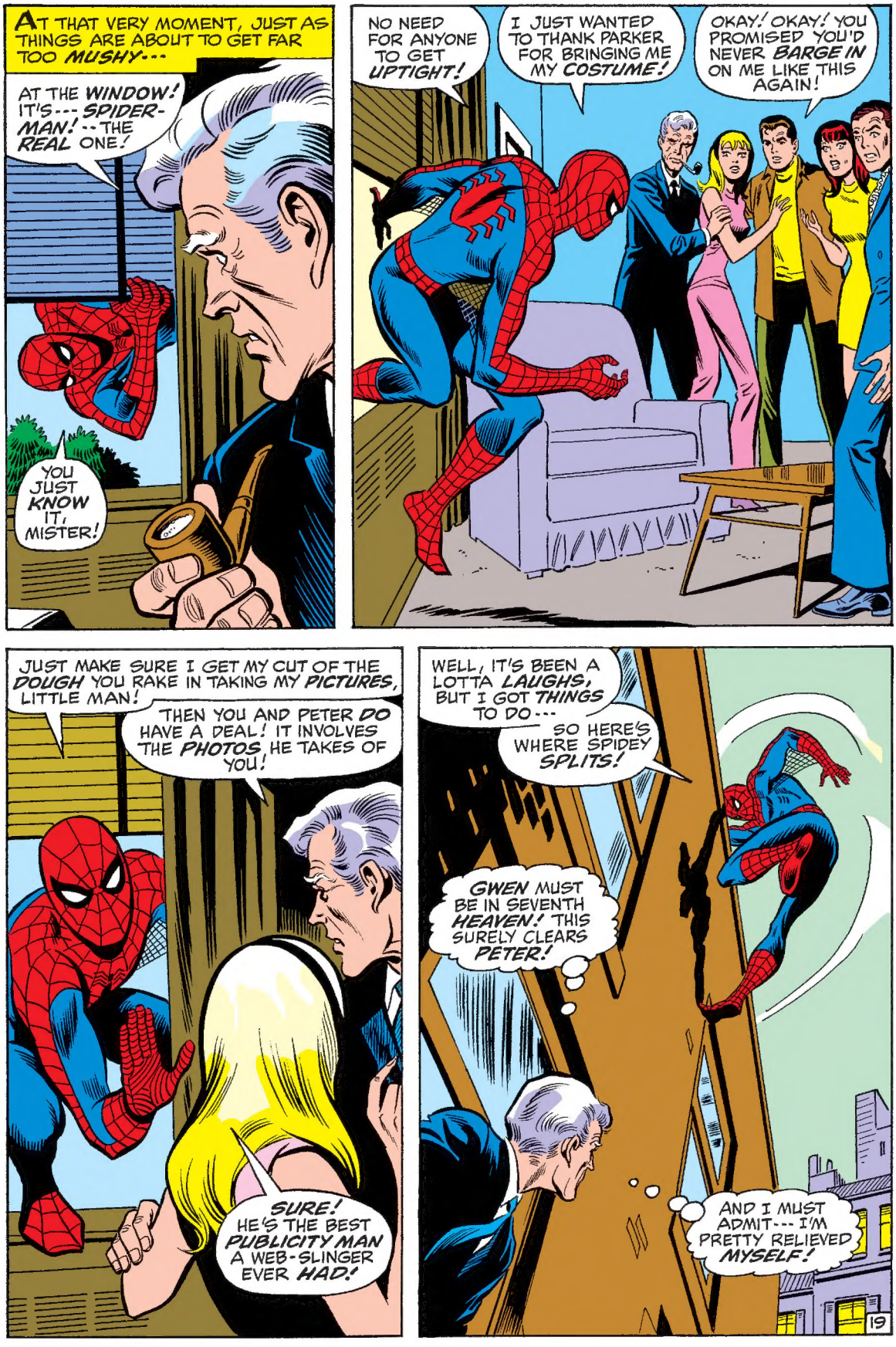

SEND FOR A STRETCHER! I DON'T INTEND TO CARRY HIM THERE!
BUT-- LOOK AT HIS COSTUME! LOOK WHO HE IS!
ADMISS
I DON'T CARE WHO HE IS! HIS ILLNESS IS ALL THAT MATTERS!
AN UNDER-STAFFED HOSPITAL, FILLED WITH THE SICK AND THE ANGUISHED--
AND I'M SUPPOSED TO WORRY ABOUT HOW SOMEONE IS DRESSED!
JUST RELAX, SON. YOU'LL BE ALL RIGHT!
HE'S NOT UNMASKING ME! NOT CHECK-ING MY BLOOD!
DOC--- I HAVE TO TALK TO YOU! THERE'S SOMETHING YOU SHOULD KNOW---
MY INSTRUMENTS TELL ME ALL I HAVE TO KNOW! JUST REST THERE-- I'LL BE BACK!
I HAVE OTHER PATIENTS I MUSTN'T NEGLECT!
MEN LIKE THAT-- DRIVING THEMSELVES-- WORKING 'ROUND THE CLOCK, TO HEAL PEOPLE-- THEY'RE THE REAL SUPERHEROES OF THIS WORLD!
THAT'S WHERE -- IT'S REALLY AT!
WITH THAT FINAL THOUGHT, SPIDEY DOZES OFF, UNTIL, AT LAST---
I DIDN'T WANT TO WAKE YOU, BUT THOUGHT YOU'D LIKE TO KNOW-- YOU'VE HAD THE WORST CASE OF FLU I'VE SEEN IN YEARS!
THE... FLU?!!
WELL, IT WASN'T AN INGROWN TOENAIL!
MINUTES LATER---
I'VE NEVER SEEN ANYONE RECOVER SO FAST!
YOU MUST HAVE THE CONSTITUTION OF A HORSE!
YOU DON'T KNOW THE HALF OF IT, DOC!
IT'S IMPOSSIBLE! YOU CAN'T BE ON YOUR FEET AGAIN SO QUICKLY!
YES, I CAN-- NOW THAT I KNOW WHAT WAS WRONG WITH ME!
I'LL NEVER FORGET YOU FOR THIS!
FORGET ME! FORGET ME! I'M TOO BUSY TO WRITE LETTERS!
I'M OKAY! I'M OKAY! THERE'S NOTHING TO WORRY ABOUT!
IF YOU SLIP OFF THAT WALL, FORGET IT!
A BONE MAN I'M NOT!
14

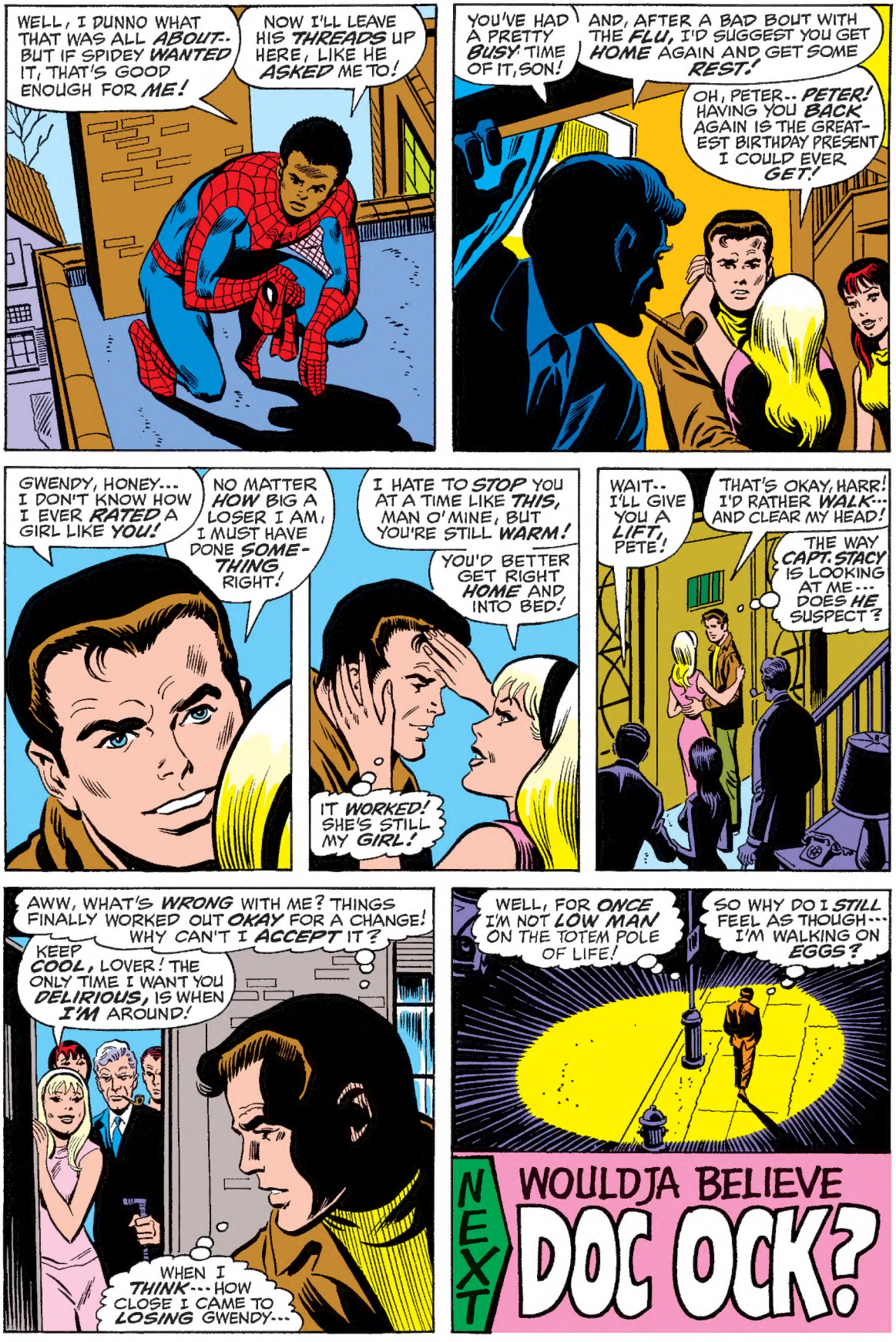

NO WONDER I FELT SO WEAK-- SO GROGGY! THE FLU AFFECTS EVERYBODY THAT WAY!
I STILL FEEL KIND OF WOOZY-- BUT NOW THAT I KNOW WHAT IT IS-- WHO CARES?
AS LONG AS I'M NOT LOSING MY SPIDER POWERS, I---
MY SPIDER POWERS! OH NO!
I JUST REMEMBERED-- I-- I GAVE MYSELF AWAY-- TO EVERY-ONE!
THE FEVER MUST HAVE MADE ME DELIRIOUS! I DIDN'T REALIZE WHAT I WAS DOING!
BUT, IT'S DONE! IT'S DONE! AND THERE'S NOTHING I CAN DO ABOUT IT NOW!
WITH A HEAVY HEART, THE TORMENTED YOUTH PONDERS HIS PLIGHT AS THE MINUTES TURN TO HOURS, AND THE FADING GLOOM OF NIGHT GIVES WAY TO THE SLOWLY GATHERING DAWN...
MY STRENGTH HAS ALMOST ALL RETURNED TO ME--- BUT WHAT GOOD IS IT--- AFTER WHAT I'VE DONE?

BUT THEN, SUDDENLY---
OF COURSE! IT'S THE ONLY ANSWER!
IT'S A LONG SHOT--- BUT AT LEAST IT'S A CHANCE!
FIRST, I'VE GOT TO GET MY CIVVIES---
EVERYTHING DEPENDS ON SOMEONE ELSE WEARING MY SPIDEY SUIT--- AT THE RIGHT TIME!
AS FOR ME, I'LL NEED SOME SORT OF MASK--
--- AND COVERING MY FACE WITH THIS LOOSE WEBBING OUGHT TO DO JUST FINE!
NOW, THE WHOLE THING IS UP TO HIM!
HE'S THE ONLY ONE I KNOW WHO MIGHT CARRY IT OFF---
AND, BEST OF ALL, HE OWES ME A FAVOR!
WITH THE KIND OF WORK HE DOES IT SHOULDN'T BE HARD TO FIND HIM!
16

LUCKY THE WEATHER'S GOOD! HE'S SURE TO BE WORKING TODAY!
I WAS RIGHT! THERE HE IS NOW!
HEY! WHAT GIVES, MAN?
IT'S ME, HOBIE--- SPIDER-MAN! I'VE BEEN LOOKING FOR YOU!
EVEN WITHOUT YOUR COSTUME, I'D KNOW IT'S YOU!
AIN'T MANY CATS SWING AROUND TOWN THAT WAY!
BUT WHAT DO YOU WANT WITH ME?
I BEEN PLAYIN' IT COOL! NO ONE'S SEEN THE PROWLER --- AND YOU KNOW IT!
I'M NOT AFTER THE PROWLER, HOBIE! I NEED A FAVOR!
YEAH? KEEP TALKIN', MAN!
ALL I WANT YOU TO DO IS WEAR MY SPIDEY SUIT TONIGHT--- AND SHOW UP AT A CERTAIN PLACE-- AT A CERTAIN TIME!
I NEVER FIGGERED YOU TO FRAME A GUY!
IT'S NOT A FRAME! TRUST ME!
OKAY, I'LL DO IT! I GUESS I OWE YA THAT MUCH!*
AND NO QUESTIONS ASKED?
NO QUESTIONS ASKED!
*HE OWES IT FROM SPIDEY #79, GIVE OR TAKE A FEW ISSUES! --- STAN.


THEN, AFTER SPIDEY HAS GIVEN THE EXACT TIME AND PLACE---
REMEMBER, LEAVE MY COSTUME ON THE ROOF WHEN IT'S OVER!
IT'LL BE THERE!
HE COULD HAVE TURNED ME IN THAT TIME WHEN HE CAUGHT THE PROWLER!
BUT HE DIDN'T! HE GAVE ME THE CHANCE I NEEDED!
I AIN'T ABOUT TO FAIL 'IM NOW!
(JUST TO SHOW WE STILL REMEMBER WHAT HE LOOKED LIKE!)
LATER THAT NIGHT, A NERVOUS PETER PARKER SLOWLY HEADS FOR THE STACY HOME---
WELL, THE NEXT FEW MINUTES WILL TELL THE STORY!
PARKER! WE WERE HOPING YOU'D COME BY!
I HAVE TO SEE YOU, CAPTAIN STACY!
I OWE YOU--- AND GWEN--- AN EXPLANATION!
THAT'S THE UNDER-STATEMENT OF THE YEAR!
PETER! YOU'RE BACK!
THIS IS WHY I WANTED TO RETURN, HARRY!
LISTEN-- WHEN I WAS HERE LAST NIGHT-- I MADE A FOOL OF MYSELF--
VISITING THE STACYS IS LIKE FOLLOWING A MOVIE SERIAL!
I WAS FEVERISH-- HAD THE FLU-- DIDN'T KNOW WHAT I WAS SAYING!
BUT, THE COSTUME! YOU WERE CARRYING SPIDER-MAN'S COSTUME!
HE ASKED ME TO! I HAD MET HIM AND---
I WANT TO BELIEVE YOU! I DO! I DO!
NO MATTER WHAT ANY-ONE SAYS---
GWEN---
18


AT THAT VERY MOMENT, JUST AS THINGS ARE ABOUT TO GET FAR TOO MUSHY---
AT THE WINDOW! IT'S--- SPIDER-MAN! --THE REAL ONE!
YOU JUST KNOW IT, MISTER!
NO NEED FOR ANYONE TO GET UPTIGHT!
I JUST WANTED TO THANK PARKER FOR BRINGING ME MY COSTUME!
OKAY! OKAY! YOU PROMISED YOU'D NEVER BARGE IN ON ME LIKE THIS AGAIN!
JUST MAKE SURE I GET MY CUT OF THE DOUGH YOU RAKE IN TAKING MY PICTURES, LITTLE MAN!
THEN YOU AND PETER DO HAVE A DEAL! IT INVOLVES THE PHOTOS HE TAKES OF YOU!
SURE! HE'S THE BEST PUBLICITY MAN A WEB-SLINGER EVER HAD!
WELL, IT'S BEEN A LOTTA LAUGHS, BUT I GOT THINGS TO DO---
SO HERE'S WHERE SPIDEY SPLITS!
GWEN MUST BE IN SEVENTH HEAVEN! THIS SURELY CLEARS PETER!
AND I MUST ADMIT--- I'M PRETTY RELIEVED MYSELF!
19


WELL, I DUNNO WHAT THAT WAS ALL ABOUT-- BUT IF SPIDEY WANTED IT, THAT'S GOOD ENOUGH FOR ME!
NOW I'LL LEAVE HIS THREADS UP HERE, LIKE HE ASKED ME TO!
YOU'VE HAD A PRETTY BUSY TIME OF IT, SON!
AND, AFTER A BAD BOUT WITH THE FLU, I'D SUGGEST YOU GET HOME AGAIN AND GET SOME REST!
OH, PETER-- PETER! HAVING YOU BACK AGAIN IS THE GREATEST BIRTHDAY PRESENT I COULD EVER GET!
GWENDY, HONEY... I DON'T KNOW HOW I EVER RATED A GIRL LIKE YOU!
NO MATTER HOW BIG A LOSER I AM, I MUST HAVE DONE SOMETHING RIGHT!
I HATE TO STOP YOU AT A TIME LIKE THIS, MAN O'MINE, BUT YOU'RE STILL WARM!
YOU'D BETTER GET RIGHT HOME AND INTO BED!
IT WORKED! SHE'S STILL MY GIRL!
WAIT-- I'LL GIVE YOU A LIFT, PETE!
THAT'S OKAY, HARR! I'D RATHER WALK... AND CLEAR MY HEAD!
THE WAY CAPT. STACY IS LOOKING AT ME... DOES HE SUSPECT?
AWW, WHAT'S WRONG WITH ME? THINGS FINALLY WORKED OUT OKAY FOR A CHANGE! WHY CAN'T I ACCEPT IT?
KEEP COOL, LOVER! THE ONLY TIME I WANT YOU DELIRIOUS, IS WHEN I'M AROUND!
WHEN I THINK... HOW CLOSE I CAME TO LOSING GWENDY...
WELL, FOR ONCE I'M NOT LOW MAN ON THE TOTEM POLE OF LIFE!
SO WHY DO I STILL FEEL AS THOUGH... I'M WALKING ON EGGS?
NEXT
WOULDJA BELIEVE
DOC OCK?

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